

03-08-2000

RECEIVED



FEB -7 AM 9:40

101285422

MSD

2-7-00

OPR/FINANCE

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
- Merger
Effective Date
Month Day Year
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)
City State/Country Zip Code

- Individual General Partnership Limited Partnership Corporation Association
 - Other
- If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

Citizenship/State of Incorporation/Organization

03/07/2000 DNGUYEN 00000234 75713579

01 FC:481 40.00 DP

FOR OFFICE USE ONLY

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK
REEL: 002034 FRAME: 0734

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

612 973 0705

Name

Michael L. Gannon, Esq.

Address (line 1)

U.S. Bancorp

Address (line 2)

601 Second Avenue South, MPPF 2801

Address (line 3)

Minneapolis, MN 55402

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

4

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

75/713,579

Number of Properties

Enter the total number of properties involved.

#

1

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

40.00

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees: Yes

No

Statement and Signature

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. Charges to deposit account are authorized, as indicated herein.

Michael L. Gannon

1/24/00

Name of Person Signing

Signature

Date Signed

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE CERTIFICATE OF MERGER, WHICH MERGES:

"WESTERN BANCORP", A CALIFORNIA CORPORATION, WITH AND INTO "U.S. BANCORP" UNDER THE NAME OF "U.S. BANCORP", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, WAS RECEIVED AND FILED IN THIS OFFICE THE FIFTEENTH DAY OF NOVEMBER, A.D. 1999, AT 4:30 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION SHALL BE GOVERNED BY THE LAWS OF THE STATE OF DELAWARE.

0256405 8330

991485762



Edward J. Freel

Edward J. Freel, Secretary of State 0081744

AUTHENTICATION: 11-15-99

DATE:

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"WESTERN BANCORP", A CALIFORNIA CORPORATION,

WITH AND INTO "U.S. BANCORP" UNDER THE NAME OF "U.S.

BANCORP", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FIFTEENTH DAY OF NOVEMBER, A.D. 1999, AT 4:30 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

0256405 8100M

991485362

AUTHENTICATION: 0081618

DATE: 11-15-99

TRADEMARK
REEL: 002034 FRAME: 0737

CERTIFICATE OF MERGER OF
WESTERN BANCORP
INTO
U.S. BANCORP

Pursuant to Section 252 of the Delaware General Corporation Law, the undersigned U.S. Bancorp, a Delaware corporation, hereby certifies that:

1. The name and state of incorporation of each of the constituent corporations are:
 - (a) Western Bancorp, a California corporation; and
 - (b) U.S. Bancorp, a Delaware corporation.
2. An Agreement of Merger has been approved, adopted, certified, executed and acknowledged by Western Bancorp and by U.S. Bancorp in accordance with the provisions of Section 252(c) of the Delaware General Corporation Law.
3. The name of the surviving corporation is U.S. Bancorp, a Delaware corporation.
4. The certificate of incorporation of U.S. Bancorp shall be the certificate of incorporation of the surviving corporation.
5. The executed Agreement of Merger is on file at the principal office of U.S. Bancorp at U.S. Bank Place, 601 Second Avenue South, Minneapolis, Minnesota 55402.
6. A copy of the Agreement of Merger will be furnished by U.S. Bancorp, on request and without cost, to any shareholder of Western Bancorp or any stockholder of U.S. Bancorp.
7. The authorized capital stock of Western Bancorp consists of 100,000,000 shares of common stock, no par value, and 5,000,000 shares of preferred stock, no par value.

IN WITNESS WHEREOF, U.S. Bancorp has caused this certificate to be executed by Lee R. Mitau, its Executive Vice President, General Counsel and Secretary, on the 10th day of November, 1999.

U.S. BANCORP

By: 

Lee R. Mitau
Executive Vice President, General
Counsel and Secretary