

08-17-2000

FORM PTO-1618A  
Expires 06/30/99  
OMB 0651-0027



U.S. Department of Commerce  
Patent and Trademark Office  
TRADEMARK

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OFFICE PRACTICE

### 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  
8 1 1997
- Change of Name
- Other \_\_\_\_\_

#### Conveying Party

Mark if additional names of conveying parties attached

Name U.S Bancorp

Execution Date  
Month Day Year  
8 1 1997

Formerly \_\_\_\_\_

- Individual  General Partnership  Limited Partnership  Corporation  Association
- Other \_\_\_\_\_

Citizenship/State of Incorporation/Organization Oregon

#### Receiving Party

Mark if additional names of receiving parties attached

Name First Bank System, Inc.

DBA/AKATA \_\_\_\_\_

Composed of \_\_\_\_\_

Address (line 1) 601 Second Avenue South

Address (line 2) \_\_\_\_\_

Address (line 3) Minneapolis Minnesota 55402  
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 Delaware

08/17/2000 DNGUYEN 00000037 501183 1869110

FOR OFFICE USE ONLY

01 FC:401 40.00 CH  
02 FC:402 25.00 CH

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

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REEL: 002121 FRAME: 0086

**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

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Pages**

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

#

**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)

<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1,869,110"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1,901,883"/>	<input type="text"/>	<input type="text"/>
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**Number of Properties**

Enter the total number of properties involved.

#

**Fee Amount**

Fee Amount for Properties Listed (37 CFR 3.41):

\$

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:

#

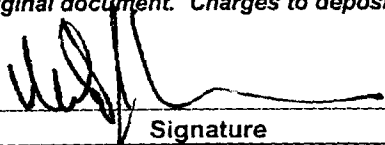
Authorization to charge additional fees:

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.

Name of Person Signing



Signature

Date Signed

State of Delaware  
Office of the Secretary of State PAGE 1

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:

"U.S. BANCORP", A OREGON CORPORATION,

WITH AND INTO "FIRST BANK SYSTEM, INC." 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 FIRST DAY OF AUGUST, A.D. 1997, AT 9:45 O'CLOCK A.M.

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



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

Edward J. Freel, Secretary of State

AUTHENTICATION: 8586936

DATE: 08-01-97

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REEL: 002121 FRAME: 0088

**CERTIFICATE OF MERGER**

U. S. BANCORP

into

FIRST BANK SYSTEM, INC.

Pursuant to Section 252 of the General  
Corporation Law of the State of Delaware

First Bank System, Inc. (the "Company"), a corporation organized and existing under the General Corporation Law of the State of Delaware (the "General Corporation Law") hereby certifies that:

FIRST: The name and state of incorporation of each of the constituent corporations are U. S. Bancorp ("USBC"), a corporation organized and existing under the Oregon Business Corporation Act, and First Bank System, Inc., a corporation organized and existing under the General Corporation Law.

SECOND: An Agreement and Plan of Merger, dated as of March 19, 1997, by and between USBC and the Company was approved, adopted, certified, executed and acknowledged by each of USBC and the Company in accordance with subsection (c) of Section 252 of the General Corporation Law.

THIRD: The name of the surviving corporation is "First Bank System, Inc.", which will change its name to "U.S. Bancorp" as provided in Article Fourth as set forth below.

FOURTH: The Certificate of Incorporation of the surviving corporation (the "Certificate") shall be the Certificate of Incorporation of the Company provided that:

(i) Article First of the Certificate is amended to read in its entirety as follows: "The name of this corporation is U.S. Bancorp.";

(ii) the first sentence of Article Fourth of the Certificate is amended to read in its entirety as follows: "The total number of shares of all classes of stock which the corporation shall have the authority to issue is 510,000,000, consisting of 10,000,000 shares of Preferred Stock of the par value of \$1.00 each and 500,000,000 shares of Common Stock of the par value of \$1.25 each."; and

(iii) the first sentence of Article Sixth of the Certificate is amended to replace the words "nor more than twenty-four (24)" with the words "nor more than thirty (30)" and the final sentence of Article Sixth of the Certificate is amended to read in its entirety as follows: "Notwithstanding any other provisions of this Amended Certificate of Incorporation or the Bylaws of the Corporation (and notwithstanding that a lesser percentage may be specified by law), the provisions of this Article Sixth may not be amended or repealed (except an amendment hereto to reduce the maximum number of directors of the Corporation to not less than the greater of (A) the number of directors then in office and (B) twenty-four (24)) unless such action is approved by the affirmative vote of the holders of not less than eighty percent (80%) of the voting power of all of the outstanding shares of capital stock of the Corporation entitled to vote generally in the election of directors, considered for purposes of this Article Sixth as a single class."

FIFTH: The surviving corporation is a corporation of the State of Delaware.

SIXTH: An executed copy of the Agreement and Plan of Merger is on file at the offices of the Company at 601 Second Avenue South, Minneapolis, Minnesota 55402-4302.


SEVENTH: A copy of the Agreement and Plan of Merger will be furnished by the Company, on request and without cost, to any stockholder of USBC or the Company.

EIGHTH: The authorized capital stock of USBC is 250,000,000 shares of common stock, \$5.00 par value per share, and 50,000,000 shares of preferred stock, no par value.

IN WITNESS WHEREOF, the Company has caused this Certificate to be signed by Lee R. Mitau, its Executive Vice President, General Counsel and Secretary, on the 1st day of August, 1997.

FIRST BANK SYSTEM, INC.

By:



Name: Lee R. Mitau

Title: Executive Vice President, General Counsel and Secretary

**CERTIFICATE OF ASSETS  
OF  
FIRST BANK SYSTEM, INC.**

(pursuant to Section 102(a)(1) of the Delaware General Corporation Law)

First Bank System, Inc. (to be renamed U.S. Bancorp), a Delaware corporation (the "Corporation"), pursuant to Section 102(a)(1) of the Delaware General Corporation Law, does hereby certify that the total assets of the Corporation as reported to the United States on U.S. Form 1120 Schedule L are not less than 10 million dollars.

IN WITNESS WHEREOF, the Corporation has caused this certificate to be signed by its duly authorized officer this 31st day of July, 1997.

FIRST BANK SYSTEM, INC.

By: 

Name: Lee R. Mitau

Title: Executive Vice President, General Counsel  
and Secretary