

OMB No. 0651-0011 (exp. 4/94)

8-8-00



To the Honorable Commissioner of Patents and

101450212

documents or copy thereof.

1. Name of conveying party(ies):

Norwest Corporation

- Individual(s)
- General Partnership
- Corporation-State
- Other
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)

Name: Wells Fargo & Company

Internal Address: _____

Street Address: Sixth Street and Marquette

City: Minneapolis State: MN ZIP: 55479-1026

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation-State Delaware
- Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from Assignment)

Additional name(s) & address(es) attached Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: November 2, 1998

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,798,171

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Brian J. Laurenzo

Internal Address: _____

Street Address: DORSEY & WHITNEY, LLP
801 Grand Avenue, Suite 3900

City: Des Moines State: IA ZIP 50309

6. Total Number of applications and registrations involved:

1

7. Total fee (37 CFR 3.41). \$ 40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. 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.

Michael C. Gilchrist
Name of person Signing

Michael C. Gilchrist
Signature

8/8/00
Date

Total number of pages comprising cover sheet: **8**

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

09/01/2000 NTHA11 00000206 1798171 Mail documents to be recorded with required cover sheet information to:

01 FC:481

40.00 OP

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

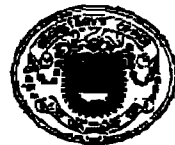
Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREST CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "NORWEST CORPORATION", CHANGING ITS NAME FROM "NORWEST CORPORATION" TO "WELLS FARGO & COMPANY", FILED IN THIS OFFICE ON THE SECOND DAY OF NOVEMBER, A.D. 1998, AT 4:34 O'CLOCK P.M.

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



Edward J. Freel

Edward J. Freel, Secretary of State

0251212 8100

981423273

AUTHENTICATION: 9386109

DATE: 11-04-98

NORWEST CORPORATION
CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION

Pursuant to Section 242 of the
General Corporation Law of the State of Delaware

We, Stanley S. Stroup, Executive Vice President, and Laurel A. Holschuh, Secretary, of Norwest Corporation, a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation"), do hereby certify:

FIRST: That by unanimous written consent of the Board of Directors of the Corporation duly adopted on September 8, 1998, resolutions were adopted proposing an amendment, as hereinafter set forth, of the Restated Certificate of Incorporation of the Corporation, declaring the advisability of such amendment, and directing that the amendment be presented for the consideration of the stockholders of the Corporation at a special meeting of such stockholders.

SECOND: That at the special meeting of all such stockholders entitled to vote on the amendment hereinafter set forth, held on October 20, 1998, and called in accordance with the relevant provisions of the General Corporation Law of the State of Delaware, the holders of a majority of the outstanding shares of common stock of the Corporation voted in favor of such amendment, as hereinafter set forth, to the Restated Certificate of Incorporation of the Corporation.

THIRD: The aforesaid amendment to the Restated Certificate of Incorporation shall become effective at 5:01 p.m. Eastern Standard Time on the date of its filing with the Secretary of State of the State of Delaware.

FOURTH: That there has been duly adopted, in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware, an amendment of the Restated Certificate of Incorporation of the Corporation, as follows:

1. Article **FIRST** shall be amended to state in its entirety:

FIRST: The name of this corporation is Wells Fargo & Company.

IN WITNESS WHEREOF, NORWEST CORPORATION has caused its corporate seal to be hereunto affixed and this Certificate to be signed by Stanley S. Stroup, its Executive Vice President, and attested by Laurel A. Holschuh, its Secretary, this 2nd day of November, 1998.

NORWEST CORPORATION

(Corporate Seal)

By: Stanley S. Stroup
Executive Vice President

ATTEST:

Laurel A. Holschuh
Secretary

11/06/98 15:50 WACHTELL LIPTON + 667 4399

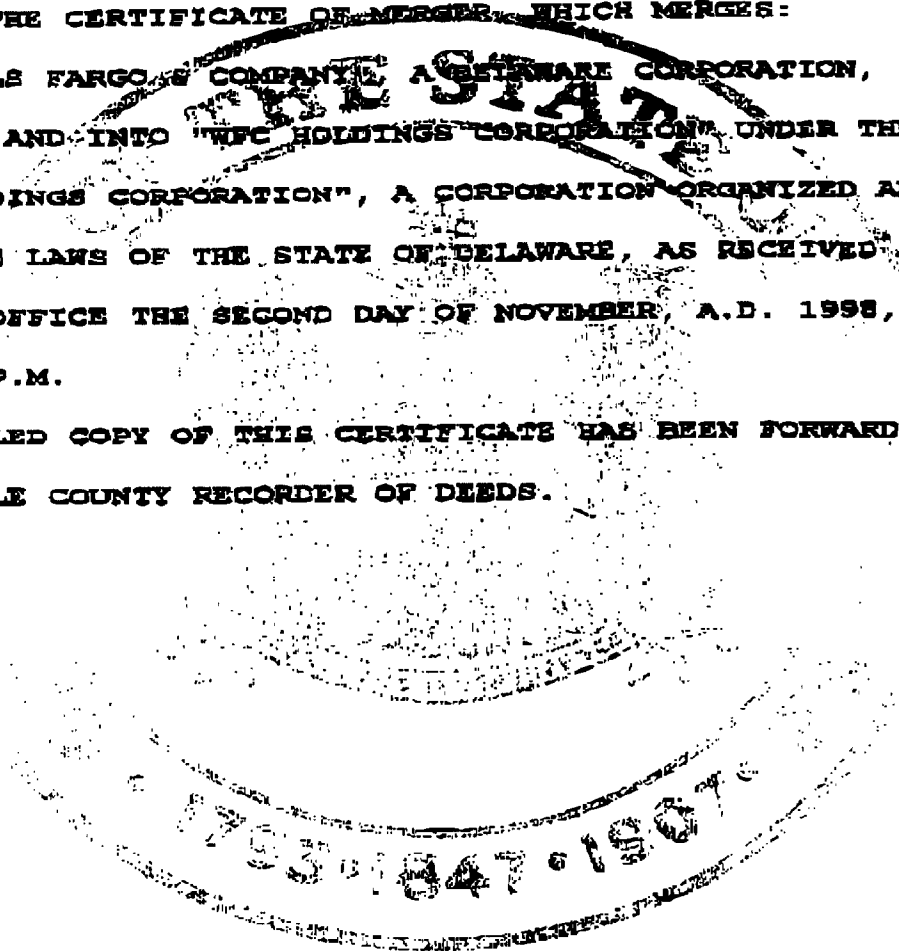
State of Delaware
Office of the Secretary of State

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:

"WELLS FARGO COMPANY, A DELAWARE CORPORATION,
WITH AND INTO "WFC HOLDINGS CORPORATION", UNDER THE NAME OF
"WFC HOLDINGS CORPORATION", A CORPORATION ORGANIZED AND EXISTING
UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED
IN THIS OFFICE THE SECOND DAY OF NOVEMBER, A.D. 1998, AT 4:33
O'CLOCK P.M.

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



Edward J. Freel, Secretary of State

2939552 8100M
981422610

AUTHENTICATION: 9386099
DATE: 11-04-98

CERTIFICATE OF MERGER

of

WELLS FARGO & COMPANY

With and Into

WFC HOLDINGS CORPORATION

The undersigned corporation, organized and existing under and by virtue of the General Corporation Law of the State of Delaware,

DOES HEREBY CERTIFY:

FIRST: That the name and state of incorporation of each of the constituent corporations of the merger herein certified is as follows:

<u>Name</u>	<u>State of Incorporation</u>
Wells Fargo & Company	Delaware
WFC Holdings Corporation	Delaware

SECOND: That an agreement and plan of merger (the "Merger Agreement") between the parties to the merger herein certified (the "Merger") has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Section 251 of the General Corporation Law of the State of Delaware.

THIRD: That the name of the surviving corporation of the Merger is *WFC Holdings Corporation*.

FOURTH: That the Certificate of Incorporation of WFC Holdings Corporation, a Delaware corporation which will survive the Merger, shall be the Certificate of Incorporation of the surviving corporation.

FIFTH: That the executed Merger Agreement is on file at an office of the surviving corporation. The address of this office is 420 Montgomery Street, San Francisco, California 94104.

SIXTH: That a copy of the Merger Agreement will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.

~~11/06/98 15:51 WACHTELL LYPTON 687 4399~~


SEVENTH: That this Certificate of Merger shall be effective at 5:00 p.m. Eastern Standard Time on the date of its filing with the Secretary of State of the State of Delaware.

Dated: November 2, 1998

WFC Holdings Corporation

BY: 
Name: Richard M. Kovacevich
Title: President

ATTEST:

BY: 
Name: Laurel A. Holschuh
Title: Secretary

EXPLANATION OF MERGER AND NAME CHANGE

On November 2, 1998, Wells Fargo & Company merged into WFC Holding Corporation, a subsidiary of Norwest Corporation. The surviving corporation of this merger is WFC Holding Corporation. Also on November 2, 1998, Norwest Corporation amended its Certificate of Incorporation to change its name to Wells Fargo & Company.

DORSEY & WHITNEY LLP

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August 8, 2000

EXPRESS MAILING LABEL NO. EL096151058US

Box ASSIGNMENT

Commissioner of Patents and Trademarks
Washington, D. C. 20231

Re: Registrant: Wells Fargo Home Mortgage, Inc.
Registration No.: 1,798,171
Registration Date: October 12, 1993
Mark: JUST SAY YES
Our File No. 435565-183

Dear Sir:

Enclosed for recording is an original Trademark Assignment in regard to the above-identified United States service mark registration. Also enclosed is the Recordation Form Cover Sheet and our firm check in the amount of \$40.00 for the recordal fee.

Also enclosed for recording is a copy of a Certificate of Amendment of Norwest Corporation changing its name from "Norwest Corporation" to "Wells Fargo & Company" and copy of a Certificate of Merger in regard to the above-identified United States service mark registration. Also enclosed is the Recordation Form Cover Sheet and our firm check in the amount of \$40.00 for the recordal fee.

Respectfully submitted,



Michael C. Gilchrist

MCG/mp
Enclosures

CERTIFICATE OF EXPRESS MAIL UNDER 37 CFR 1.10

"Express Mail" mailing label number EL096151058US, I hereby certify that this correspondence is being deposited with the United States Postal Service "Express Mail Post Office to addressee" service under 37 C.F.R. 1.10 on the date indicated below and is addressed to: Assistant Commissioner for Trademarks, 2900 Crystal Drive, Arlington, Virginia 22202-4313

Michael C. Gilchrist

(Print or type name)



(Signature)

August 8, 2000

(Date of signature)

RECORDED: 08/08/2000

TRADEMARK
REEL: 002129 FRAME: 0278