

01-19-2001

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

To the Honorable Commissioner

Attached original 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

## 3. Nature of conveyance:

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

Execution Date: November 2, 1998

101588509

## Address of receiving party(ies)

Name: Wells Fargo & Company

Internal Address: \_\_\_\_\_

Street Address: Sixth Street and MarquetteCity: 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

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

See attached Schedule A.

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 3900City: Des Moines State: IA ZIP: 50309

## 6. Total Number of applications and registrations involved: \_\_\_\_\_

7

7. Total fee (37 CFR 3.41).....\$ \$190.00

- ☒ 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.*Brian J. Laurenzo

Name of person Signing

Signature

01/03/01

Date

Total number of pages comprising cover sheet:

9

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

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

01/ 9/2001 DMGUYEN 00000030 2035048

01 FC:481

02 FC:482

40.00 OP  
150.00 OPCommissioner 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.

TRADEMARK  
REEL: 002215 FRAME: 0918

**SCHEDULE A**

E-Z Start	2,035,048	February 4, 1997
First Home	1,914,368	August 22, 1995
5 Year Advantage	1,778,092	June 22, 1993
HMAO	1,760,264	March 23, 1993
Mortgage Express	1,273,054	April 3, 1984
The Employee Mortgage Program & Design	1,455,718	September 1, 1987
The Employee Mortgage Program	1,964,924	April 2, 1996

*State of Delaware*  
*Office of the Secretary of State*

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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 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, Secretary of State

0251212 8100

AUTHENTICATION: 9386109

981423273

DATE: 11-04-98

TRADEMARK  
REEL: 002215 FRAME: 0920

11/05/98 15:51 WACHTELL LIPTON 667 4399

**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

2938552 8100M

981422610

AUTHENTICATION: 9386099

DATE: 11-04-98

TRADEMARK  
REEL: 002215 FRAME: 0923

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

**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.

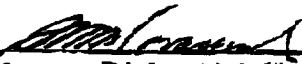
**SIXTH:** That a copy of the Merger Agreement will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.

189654v1


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.