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06-12-2001

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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 # _____
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6-7-01

Conveyance Type

Assignment License JUN 7 2001
 Security Agreement
 Merger Effective Date
Month Day Year
5/15/98
 Change of Name
 Other _____

Conveying Party

Mark if additional names of conveying parties attached

Name CoreStates Bank, National Association

Execution Date
Month Day Year

5/15/98

Formerly _____

Individual General Partnership Limited Partnership Corporation

Association Other National Banking Association

Citizenship/State of Incorporation/Organization _____

Receiving Party

Mark if additional names of receiving parties attached

Name First Union National Bank

DBA/AKA/TA _____

Composed of _____

Address (line 1) One First Union Center

Address (line 2) Charlotte, North Carolina 28222

Address (line 3) _____

Individual General Partnership Limited Partnership

Corporation Association

Other _____

Citizenship/State of Incorporation/Organization North Carolina

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

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FOR OFFICE USE ONLY

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40.00 00

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 200231

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 (202) 467-7795

Name Barbara A. Friedman, Esq.

Address (line 1) MORGAN, LEWIS & BOCKIUS LLP, Attn: TMSU

Address (line 2) 1800 M Street, N.W.

Address (line 3) Washington, D.C. 20036-5869

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

3

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

Trademark Application Number(s)

Registration Number(s)

888,044

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 _____

(Enter for payment by deposit account or if additional fees can be charged to the account.) Deposit Account Number: 13-4520

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.

Barbara A. Friedman, Esq.

Name of Person Signing



Signature

6/7/01

Date Signed



Comptroller of the Currency
Administrator of National Banks

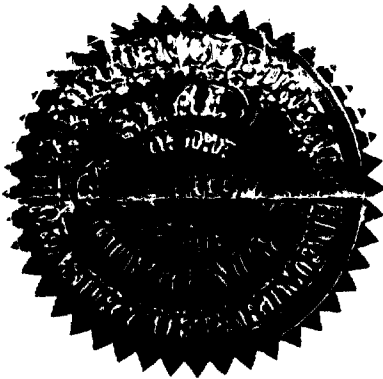
Washington, DC 20219

CERTIFICATE

I, John D. Hawke Jr., Comptroller of the Currency, do hereby certify that the document hereto attached is a true and complete copy of the Merger certificate recorded in this Office, evidencing the Merger of CoreStates Bank, National Associates, Philadelphia, Pennsylvania, (Charter No. 1), into and under the charter and title of "First Union National Bank," Charlotte, North Carolina, (Charter No. 22693), effective as of May 15, 1998. The Comptroller has granted the bank resulting from this merger, (Charter No. 1), the records of First Union National Bank, Charlotte, North Carolina, will be altered to reflect this new charter designation.

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SAMPLE COPY

IN TESTIMONY WHEREOF, I have
hereunto subscribed my name and
caused the seal of the Office of the
Comptroller of the Currency to be
affixed to these presents at the
Treasury Department, in the City of
Washington and District of Columbia,
this 28th day of December, 1998.



John D. Hawke, Jr.

Comptroller of the Currency

RETURN TO: 4-9805025 13
LAWYERS TITLE INSURANCE
COMPANY
2233 LEE RD., STE. 204
WINTER PARK, FL 32789

6127



**Comptroller of the Currency
Administrator of National Banks**

Bank Organization and Structure, 3-8
250 E Street, S.W.
Washington, DC 20219

May 6, 1998

Control Nr. 98-ML-02-005

Mr. Daniel Glassberg
Assistant General Counsel
First Union National Bank
One First Union Center (0630)
Charlotte, North Carolina 28288

Dear Mr. Glassberg:

This letter is the official certification of the Office of the Comptroller of the Currency for the merger of CoreStates Bank, National Association, Philadelphia, Pennsylvania, Charter Nr. 1, into and under the charter and title of First Union National Bank, Charlotte, North Carolina, Charter Nr. 22693, effective as of May 15, 1998.

This letter also serves as the official authorization of the Comptroller of the Currency for First Union National Bank, Charter Nr. 22693, to operate the former head office of CoreStates Bank, N.A., Charter Nr. 1, as a branch at the following site:

Popular Name: Uptown Branch
Certificate Nr. 112100A
Address: Broad & Chestnut Streets
Philadelphia, Pennsylvania

The individual branch certifications previously issued by the OCC to CoreStates Bank, N.A., Charter Nr. 1, convey automatically to First Union National Bank, Charter Nr. 22693, and will not be reissued in the name of the resulting bank. A copy of this letter should be furnished to the Bank's branch administration personnel.

I also wish to advise you, on behalf of Deputy Comptroller Doug Roeder, Large Bank Supervision, that he has approved the Bank's request for permission to have an aggregate investment in fixed assets of up to \$3,500,000,000.00. His approval is conditioned upon the application of generally accepted accounting principles towards those investments. Future requests for increases in that limit should be directed to Deputy Comptroller Roeder.

I am also glad to inform you that, as a courtesy, the Comptroller has granted your request that Charter Nr. 1 be reassigned to the bank resulting from this merger. On May 18, 1998, a date subsequent to the merger having been consummated, the records of First Union National Bank, Charlotte, North Carolina, will be altered to reflect this new charter designation.

TRADEMARK

REEL: 002312 FRAME: 0547

Page 2 of 2
Merger Certification
First Union National Bank/CoreStates Bank, N.A. (98-ML-02-005)

OFFICIAL
1001
3579
1545
ENCLOSURE

The authority to exercise fiduciary powers previously granted to First Union National Bank, Charter Nr. 22693, remains unaffected by this merger.

In the event of questions, I may be reached at (202) 874-5060.

Sincerely,



Richard T. Erb
Licensing Manager

