

FORM PTO-1594
(Rev. 6-93)
OMB No. 0651-0011 (exp. 4/94)
M&C 40033 4US05

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

To the Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof

1. Name of conveying party(ies)
The St. Paul Companies, Inc.

Individuals
 General Partnership
 Corporation-State of Minnesota
 Other: _____

Association
 Limited Partnership

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

2. Name and address of receiving party(ies).
First Federal Lincoln Bank
1235 N Street
Lincoln, Nebraska 68508

3. Nature of conveyance:
 Assignment
 Security Agreement
 Other: _____

Merger
 Change of Name

Execution Date: September 26, 2001

Individual(s) citizenship
 General Partnership
 Corporation-State of
 Other: United States Federally chartered corporation

Association
 Limited Partnership

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

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

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

A. Trademark Application No.(s)/ Mark(s)

B. Trademark Reg. No (s)/Mark(s)
2159825 TIER ONE

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: John L. Beard
Address: MERCHANT & GOULD P.C.
P.O. Box 2910
Minneapolis, MN 55402-0910

6. Total number of applications and trademarks involved: 1

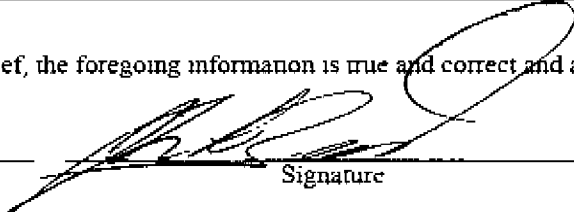
7. Total fee (37 CFR 3.41). \$40.00
 Enclosed
 Authorized to be charged to deposit account

8. Please charge any additional fees or credit any overpayments to our Deposit account number: 13-2725

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.

John L. Beard
Name of Person Signing


Signature

September 27, 2001
Date

Total number of pages including cover sheet, attachments, and document: 2

Do not detach this portion

Mail documents to be recorded with required cover sheet information to

Commissioner for 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.

ASSIGNMENT

WHEREAS, The St. Paul Companies, Inc. a Minnesota corporation, having a business address of 385 Washington Street, St. Paul, Minnesota 55102 ("Assignor") is the owner of record of the service mark "TIER ONE", registered on May 26, 1998 with the U.S. Patent and Trademark Office as Registration No. 2,159,825 (the "Mark"); and

WHEREAS, First Federal Lincoln Bank, a United States Federally chartered corporation, having a business address of 1235 N Street, Lincoln, Nebraska 68508 ("Assignee") is desirous of acquiring all of Assignor's right, title and interest in and to the Mark and associated goodwill.

NOW, THEREFORE, for \$1.00 and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, said Assignor by these presents does sell, assign and transfer unto said Assignee, all its right, title and interest in and to said Mark, without warranty, including said U.S. Patent and Trademark Office Registration No. 2,159,825, and all common law rights as may have been acquired by Assignor in the terms TIER ONE, together with all associated goodwill symbolized by said Mark, including accrued rights of action, if any.

IN WITNESS WHEREOF, the Assignor has caused this instrument to be executed by its duly authorized officer, this 26th day of September 2001.

ASSIGNOR:

THE ST. PAUL COMPANIES, INC.

By: Gary Erickson

Title: Executive Director

STATE OF MINNESOTA)
) ss.
COUNTY OF RAMSEY)

On this 26th day of September, 2001 before me personally appeared GARY ERICKSON to me known to be the person described in and who executed the foregoing instrument, and he/she duly acknowledged to me that he/she executed the same for the uses and purposes therein set forth.

[SEAL]

S.K. Woodbury
Notary Public



TRADEMARK

RECORDED: 09/27/2001

REEL: 2335 FRAME: 0795