

09-24-2001



COVER SHEET
ONLY

Attorney Docket No.: 00028-0000

101853052

To the Honorable Commissioner of Patent and Trademark

Attached original documents or copy thereof.

1. Name of conveying party(ies):

CoreStates Bank, National Association
a National Banking Association

09/12/01

2. Name and address of receiving party(ies):

First Union National Bank
One First Union Center
301 South College Street
Charlotte, North Carolina 2822



09-12-2001

U.S. Patent & TMO/TM Mail Rpt/Qt #25

3. Nature of conveyance:

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

Execution Date: May 15, 1998

- Individual(s) citizenship:
- Association:
- General Partnership:
- Limited Partnership:
- Corporation-State: North Carolina
- Other:

If assignee is not domiciled in the U.S.A., a domestic representative designation is attached: Yes; No

(Designations must be a separate document from Assignment)

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

A. Trademark Application No.(s):

B. Trademark Registration Nos.:

2,180,618; 2,180,617; 2,095,792; 2,129,427; 1,338,364;
1,958,676; 1,905,130; 1,368,141; 1,962,747; 2,140,982;
1,184,117; 1,184,113; 1,475,309; 1,149,484; 1,465,833;
1,513,043; 2,088,220; 1,476,209; 1,958,391; 1,434,206;
1,387,044; and, 2,043,949.

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

Barbara A. Friedman
Morgan, Lewis & Bockius LLP
1800 M Street, N.W.
Washington, D.C. 20036

Telephone: 202-467-7795
Facsimile: 202-467-7176
E-Mail: bfriedman@morganlewis.com

6. Total number of applications and registrations involved: 22

7. Total fee (37 CFR 3.41) Cal. 1 x \$40.00 = \$ 40.00
21 x \$25.00 = \$ 525.00
Total \$ 565.00

Authorized to be charged to deposit account

8. Deposit account number: 13-4520

01 FC:481
02 FC:482

40.00 DP
525.00 DP

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.

Barbara A Friedman
Name of Person Signing

Signature

September 12, 2001
Date

Total number of pages including cover sheet, attachments and document: 4



1579 1511

**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. 112400A
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 to the benefit 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.

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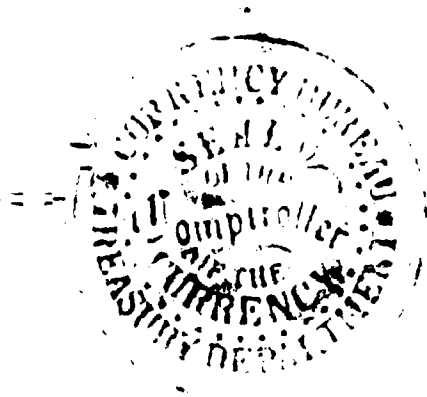
The authority to exercise fiduciary powers previously granted to First Union National Bank, Charter Nr. 22693, remains unaffected by this merger.

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

Sincerely,



Richard T. Erb
Licensing Manager





MARYANNE MORSE
COMPTROLLER OF THE CURRENCY
TREASURY DEPARTMENT

RECORDED & VERIFIED

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1999 JAN 25 PM 2:09

Comptroller of the Currency
Administrator of National Banks

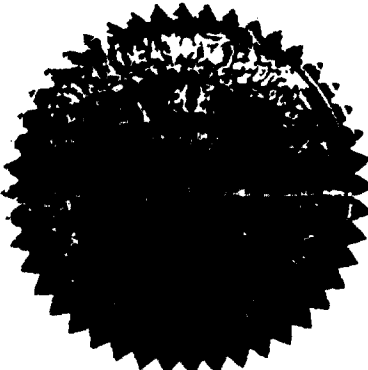
Washington, DC 20219

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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RECORDED UNIT

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