

01-14-2002

FORM PTO-15J4
1-31-92

01.7.2



HEET

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office
Atty. Docket No. 3688-003

101945348

To the Commissioner for Trademarks.

...the attached original documents or copy thereof.

1. Name of conveying party(ies):
Wachovia Corporation

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

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

2. Name and address of receiving party(ies):
Name: First Union Corporation
Internal Address:
Street Address: 3100 One First Union Center,
301 South College Street
City: Charlotte State: NC Zip: 28288

Individual citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation-State North Carolina
 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 Merger
 Security Agreement Change of Name
 Other:

Execution Date: 8/31/01

4. Application number(s) or registration numbers(s):
A. Trademark Application No.(s)
78/075,677

Additional numbers attached? Yes No

B. Trademark Registration No.(s)
2,262,077; 2,337,067; and 2,231,641

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Jeffrey R. McFadden
Internal Address:
Street Address: 300 N. Greene Street, Suite 1900
City: Greensboro State: NC Zip: 27401

6. Total number of applications and registrations involved:..... 4

7. Total fee (37 CFR 3.41):..... \$115.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
50-0517
(Attach duplicate 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.

Jeffrey R. McFadden
Name of Person Signing

Jeffrey R. McFadden
Signature

11-19-01
Date

Total number of pages including cover sheet, attachments, and document: 3

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents and Trademarks, Box Assignments
Washington, D.C. 20231

01/11/2002 LINDSEY 00000234 78075677
01 EC:461
02 FC:462



NORTH CAROLINA

Department of The Secretary of State

To all whom these presents shall come, Greetings:

I, ELAINE F. MARSHALL, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached to be a true copy of

ARTICLES OF MERGER

OF

WACHOVIA CORPORATION

INTO

FIRST UNION CORPORATION
WHICH CHANGED ITS NAME TO
WACHOVIA CORPORATION

the original of which was filed in this office on the 31st day of August, 2001.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 31st day of August, 2001

Elaine F. Marshall

Secretary of State

Document Id: 212438051

21 243 9051

State of North Carolina
Department of the Secretary of State

SOSID: 0053129
Date Filed: 8/31/2001 12:23 PM
Effective: 9/1/2001
Elaine F. Marshall
North Carolina Secretary of State

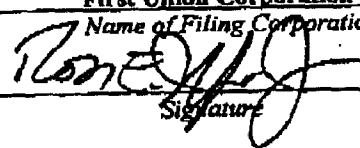
ARTICLES OF MERGER
OF
WACHOVIA CORPORATION
INTO
FIRST UNION CORPORATION

Pursuant to §55-11-05 of the General Statutes of North Carolina, the undersigned corporation does hereby submit the following Articles of Merger as the surviving corporation in a merger between two domestic business corporations.

1. The name of the surviving corporation is First Union Corporation, a corporation organized under the laws of North Carolina; the name of the merged corporation is Wachovia Corporation, a corporation organized under the laws of North Carolina. Upon effectiveness of these Articles of Merger, the name of the surviving corporation will be changed to "Wachovia Corporation" pursuant to an Amendment to its Articles of Incorporation contained in the Plan of Merger.
2. Attached is a copy of the Plan of Merger that was duly approved in the manner prescribed by law by each of the corporations participating in the merger.
3. With respect to the surviving corporation:
 - a. Shareholder approval was not required for the merger.
 - b. Shareholder approval was required for the merger, and the plan of merger was approved by the shareholders as required by Chapter 55 of the North Carolina General Statutes.
4. With respect to the merged corporation:
 - a. Shareholder approval was not required for the merger.
 - b. Shareholder approval was required for the merger, and the plan of merger was approved by the shareholders as required by Chapter 55 of the North Carolina General Statutes.
5. Pursuant to § 55-11-01(c)(1), the Plan of Merger contained in these Articles of Merger sets forth amendments to the surviving corporation's articles of incorporation. Upon these Articles of Merger being effective, the surviving corporation's articles of incorporation are hereby amended as provided in the Plan of Merger.
6. These Articles of Merger and the merger will be effective at 12:01 a.m. E.D.T., September 1, 2001.

This is the 31st day of August, 2001.

First Union Corporation
Name of Filing Corporation


Signature

Ross E. Jeffries, Jr.
Senior Vice President
Type or Print Name and Title

NY12534:78770.4