



05-23-2002

06-20-2002



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U.S. DEPARTMENT OF COMMERCE  
U.S. Patent and Trademark Office

Form 101 (Rev. 03/01)  
OMB No. 0651-0027 (exp. 5/31/2002)  
Tab settings

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

1. Name of conveying party(ies): S. 23 02  
 Banc One 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: Bank One Corporation  
 Internal  
 Address: \_\_\_\_\_  
 Street Address: 1 Bank One Plaza  
 City: Chicago State: IL Zip: 60670

Individual(s) citizenship \_\_\_\_\_  
 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

3. Nature of conveyance:  
 Assignment       Merger  
 Security Agreement       Change of Name  
 Other \_\_\_\_\_

Execution Date: \_\_\_\_\_

4. Application number(s) or registration number(s):  
 A. Trademark Application No.(s) \_\_\_\_\_  
 \_\_\_\_\_  
 Additional number(s) attached  Yes  No

B. Trademark Registration No.(s) 1,747,356  
 \_\_\_\_\_  
 Additional number(s) attached  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:  
 Name: Randall C. Neidenthal  
 Internal Address: Mail Code OH1-0152  
 \_\_\_\_\_  
 Street Address: 1111 Polaris Parkway  
 \_\_\_\_\_  
 City: Columbus State: OH Zip: 43271-0152

6. Total number of applications and registrations involved: 1

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

8. Deposit account number:  
501975

DO NOT USE THIS SPACE

9. Signature.  
Randall C. Neidenthal      [Signature]      5/20/02  
 Name of Person Signing      Signature      Date

Total number of pages including cover sheet, attachments, and document: 1

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

06/19/2002 6TOM11 00000188 501975 1747356  
01 FC:481 40.00 CH

TRADEMARK  
REEL: 002528 FRAME: 0624

State of Delaware

Office of the Secretary of State

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:

"BANC ONE CORPORATION", A OHIO CORPORATION, WITH AND INTO "BANK ONE CORPORATION" UNDER THE NAME OF "BANK ONE CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FIRST DAY OF OCTOBER, A.D. 1998, AT 1:30 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



*Edward J. Freel*

Edward J. Freel, Secretary of State

2878740 8100M

AUTHENTICATION: TRADEMARK 45

REEL: 002528 FRAME: 0625

CERTIFICATE OF MERGER  
BANC ONE CORPORATION  
INTO  
BANK ONE CORPORATION

Pursuant to Title 8, Section 252 of the General Corporation Law of the State of Delaware ("DGCL"), BANC ONE CORPORATION, a corporation organized and existing under the laws of the State of Ohio ("BANC ONE"), and BANK ONE CORPORATION, a corporation organized and existing under the laws of the State of Delaware and a wholly-owned subsidiary of BANC ONE ("BANK ONE"), do hereby certify to the following facts relating to the merger (the "Merger") of BANC ONE with and into BANK ONE.

FIRST: The name and state of incorporation of each constituent entity that is a party to the Merger is as follows:

<u>Name</u>	<u>State of Incorporation</u>
BANC ONE CORPORATION	Ohio
BANK ONE CORPORATION	Delaware

SECOND: An Agreement and Plan of Reorganization, dated as of April 10, 1998, as amended (the "Agreement"), by and between BANC ONE, BANK ONE, and First Chicago NBD Corporation, a Delaware corporation, has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with Section 252(c) of the DGCL.

THIRD: The name of the surviving corporation, which will be a Delaware corporation, is "BANK ONE CORPORATION" (the "Surviving Corporation").

FOURTH: The certificate of incorporation of the Surviving Corporation shall be the Certificate of Incorporation of BANK ONE with such amendments as are set forth on Exhibit A attached hereto.

FIFTH: The authorized capital stock of BANC ONE CORPORATION, the Ohio corporation, consists of 950,000,000 shares of Common Stock, without par value, 10,000,000 shares of Class A Preferred Stock, without par value, 1,000,000 shares of Class B Convertible Preferred Stock, without par value, and 24,000,000 shares of Class C Preferred Stock, without par value.


SIXTH: The executed Agreement is on file at the office of the Surviving Corporation at the following address:

BANK ONE CORPORATION  
One First National Plaza  
Chicago, Illinois 60670

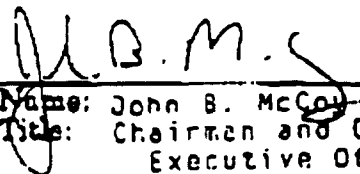
SEVENTH: A copy of the Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any constituent corporation.

IN WITNESS WHEREOF, BANK ONE and BANC ONE have caused this Certificate of Merger to be duly executed as of this 1st day of October, 1998 to be effective at 12:01 a.m. on October 2, 1998.


ATTEST:

By:   
Name: Steven A. Bennett  
Title: Secretary

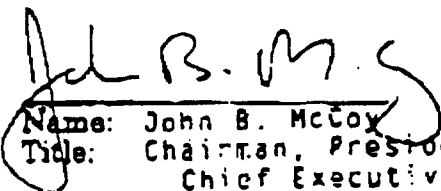
BANC ONE CORPORATION

By:   
Name: John B. McCoy  
Title: Chairman and Chief Executive Officer

ATTEST:

By:   
Name: Steven A. Bennett  
Title: Secretary

BANK ONE CORPORATION

By:   
Name: John B. McCoy  
Title: Chairman, President and Chief Executive Officer