

09-11-2002



102217669

FEET

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Docket No.:

013575.458

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):

First Union Corporation

9-9-02

- Individual(s)
- General Partnership
- Corporation-State North Carolina
- Other

- Association
- Limited Partnership

Additional names(s) of conveying party(ies) Yes No

3. Nature of conveyance:

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

Execution Date: August 31, 2001

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

Name: Wachovia Corporation

Internal Address: _____

Street Address: 301 S. College Street, Suite 2300

City: Charlotte State: NC ZIP: 28288

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

If assignee is not domiciled in the United States, a domestic designation is Yes N
(Designations must be a separate document from Additional name(s) & address(es) Yes N

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

888,044

Additional numbers Yes No

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

Name: Karl S. Sawyer, Jr.

Internal Address: _____

Kennedy Covington Lobdell & Hickman, LLP

Hearst Tower

Street Address: 214 North Tryon Street, 47th Floor

City: Charlotte State: NC ZIP: 28202

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

7. Total fee (37 CFR 3.41):.....\$ 40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

18-1215

DO NOT USE THIS SPACE

09/10/2002 DBYRME 00000174 888044

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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.

Karl S. Sawyer, Jr.
Name of Person Signing

Karl Sawyer
Signature

September 4, 2002
Date

Total number of pages including cover sheet, attachments, and

TRADEMARK

REEL: 002579 FRAME: 0326



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: 212439051

TRADEMARK
REEL: 002579 FRAME: 0327

21 243 905:1

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

Ross E. Jeffrey, Jr.
Signature

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

21 243 90E:1

State of North Carolina
Department of the Secretary of State

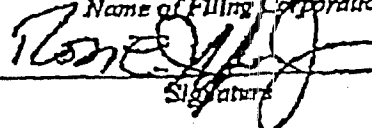
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2. Attached is a copy of the Plan of Merger that was duly approved in the manner prescribed by law by each of the corporations participating in the merger.
3. With respect to the surviving corporation:
 - a. Shareholder approval was not required for the merger.
 - b. X 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.
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Ross E. Jeffrey, Jr.
Senior Vice President
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