

RECORDATION
11-04-2002

SHEET
11
11/11

Docket No.:
013575.396



102270243

Tab settings

To the Honorable Commissioner of

the attached original documents or copy thereof.

1. Name of conveying party(ies):
 (1) First Union Securities, Inc.; and
 (2) Wachovia Securities, Inc.

10-30-02

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State (1) Delaware (2) North Carolina
 Other _____

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

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

Name: Wachovia Securities, Inc.

Internal Address: _____

Street Address: 301 South College Street

City: Charlotte State: NC ZIP: 28288

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State Delaware
 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

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: June 15, 2002

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

A. Trademark Application No.(s)
See Schedule Attached

Additional numbers _____

B. Trademark Registration No.(s)
See Schedule Attached

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, 47th Floor

Street Address: 214 North Tryon Street

City: Charlotte State: NC ZIP: 28202

6. Total number of applications and registrations involved:..... 35

7. Total fee (37 CFR 3.41):.....\$ \$240.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
18-1215

11/01/2002 LRIJELLER 00000204 75163879

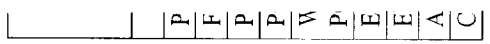
01 FC:8521 40.00 OF
 02 FC:8522 200.00 OF

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.

Karl S. Sawyer, Jr. *Karl S. Sawyer* Oct 25, 2002
 Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and 11



**Marks to be Transferred from First Union Securities, Inc. to Wachovia Securities, Inc.
Via Merger and Name Change April 17, 2002**

Mark	Serial No.	Filing Date	Registration No.	Registration Date
PROFIT FORMULA	75/163,879	September 10, 1996	2,079,393	July 15, 1997
FUNDSOURCE	74/553,633	July 19, 1994	2,012,405	October 29, 1996
PILOT PLUS	74/348,313	January 14, 1993	1,791,887	September 7, 1993
PCM	74/348,437	January 14, 1993	1,791,888	September 7, 1993
WHEAT FIRST COMPASS PORTFOLIO PROGRAM	75/394,899	November 24, 1997	2,280,592	September 28, 1999
EVEREN	74/706,709	July 27, 1995	2,041,346	February 25, 1997
EVEREN SECURITIES	74/706,707	July 27, 1995	2,051,513	April 8, 1997
A POWERFUL ALLY	76/228,189	March 21, 2001		
CHIMES	76/091,438	July 18, 2000		

CERTIFICATE OF MERGER

Merging

WACHOVIA SECURITIES, INC.
(a North Carolina corporation and referred
to hereinafter as the "Merging Corporation")

into

FIRST UNION SECURITIES, INC.
(a Delaware corporation and referred
to hereinafter as the "Surviving Corporation")

This Certificate of Merger was approved, adopted, certified, executed and acknowledged by the Surviving Corporation in accordance with Section 252 of the Delaware General Corporation Law (the "GCL.") and is delivered to the Secretary of State of Delaware for filing.

Section 1. Plan of Merger.

- (a) The Agreement and Plan of Merger (the "Plan") by and between the Merging Corporation and the Surviving Corporation has been approved, adopted, certified, executed and acknowledged by the Merging Corporation and the Surviving Corporation in accordance with Section 252 of the GCL.
- (b) A copy of the executed Plan is on file at an office of the Surviving Corporation at One First Union Center, Charlotte, NC 28288. A copy of the Plan will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any constituent corporation to the Merger.

Section 2. Surviving Corporation.

The Surviving Corporation resulting from the Merger shall be First Union Securities, Inc. which will change its name to Wachovia Securities, Inc. at the effective time of the Merger.

Section 3. Certificate of Incorporation.

The Certificate of Incorporation of the Surviving Corporation shall continue to be its Certificate of Incorporation except that the name shall be changed to "Wachovia Securities, Inc."

Section 4. Effective Time.

The Effective Time of the Merger shall be June 15, -2002 at 11:59 P.M.

Section 5. Authorized Capital Stock of Foreign Corporation.

The authorized capital stock of the foreign corporation party to the Merger is as follows:

<u>ENTITY</u>	<u>AUTHORIZED STOCK</u>	<u>PAR VALUE</u>
WACHOVIA SECURITIES, INC.	100,000	\$0.50

IN WITNESS WHEREOF, First Union Securities, Inc. has caused this certificate to be signed by its duly authorized officers as of the 8th day of April, 2002.

FIRST UNION SECURITIES, INC.

By: Robert L. Andersen

Name: Robert L. Andersen
Title: Senior Vice President

Attest: April M. Mitchell

Name: April M. Mitchell
Title: Assistant Secretary

TRADEMARK

REEL: 002609 FRAME: 0409



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 SECURITIES, INC.

INTO

FIRST UNION SECURITIES, INC.

RECEIVED
MAY 14 2002

the original of which was filed in this office on the 17th day of April, 2002.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 17th day of April, 2002

Elaine F. Marshall

Secretary of State

Document Id: 221019048

TRADEMARK
REEL: 002609 FRAME: 0410

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SOSID: 0276808
Date Filed: 4/17/2002 2:23 PM
Effective: 6/15/2002
Elaine F. Marshall
North Carolina Secretary of State

ARTICLES OF MERGER

Merger of

WACHOVIA SECURITIES, INC.
(a North Carolina corporation and referred to
hereafter as the "Merging Corporation")

into

FIRST UNION SECURITIES, INC.
(a Delaware corporation and referred to
hereafter as the "Surviving Corporation")

These Articles of Merger are delivered to the Secretary of State of North Carolina pursuant to Sections 55-11-05 and 55-11-07 of the North Carolina Business Corporation Act.

Section 1. Plan of Merger.

Attached hereto as Exhibit A is the Plan of Merger adopted by the board of directors of the Surviving Corporation and the Merging Corporation as of June 15, 2002.

Section 2. Approval of Plan.

- (a) The sole shareholder of the Merging Corporation approved the Plan as of June 15, 2002. The sole shareholder of the Surviving Corporation was not required to approve the Plan pursuant to Section 55-11-03 North Carolina Business Corporation Act.
- (b) The board of directors of the Merging Corporation and the Surviving Corporation approved the Plan as of June 15, 2002.

Section 3. Effective Time.

The Effective Time of the Merger shall be June 15, 2002 at 11:59 P.M.

Section 4. Compliance with Law.

The Merger is permitted by the law of the state under whose law the foreign corporation is incorporated and the foreign corporation has complied with, or upon completion of applicable filing or recording requirements will have complied with, that law is effecting the Merger.

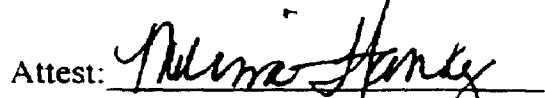
DATED as of April 8, 2002.

WACHOVIA SECURITIES, INC.

By: 

Name: Michael D. Hearn

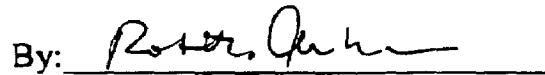
Its: Senior Managing Director and Secretary

Attest: 

Name: Melissa Jordan Hankins

Its: Assistant Secretary

FIRST UNION SECURITIES, INC.

By: 

Name: Robert L. Andersen

Its: Senior Vice President

Attest: 

Name: Aprille M. Mitchell

Its: Assistant Secretary

AGREEMENT AND PLAN OF MERGER

of

WACHOVIA SECURITIES, INC.
(a North Carolina corporation and referred
to hereinafter as the "Merging Corporation")

into

FIRST UNION SECURITIES, INC.
(a Delaware corporation and referred
to hereinafter as the "Surviving Corporation")

This Agreement and Plan of Merger ("Plan") is entered into by and between the Merging Corporation and the Surviving Corporation pursuant to Section 55-11-01 of the North Carolina Business Corporation Act and Section 252 of the Delaware General Corporation Law.

Section 1. The Merger.

On June 15, 2002 at 11:59 P.M. (the "Effective Time"), the Merging Corporations shall be merged (the "Merger") with and into the Surviving Corporation. At the Effective Time, the separate existence of the Merging Corporation shall cease and the existence of the Surviving Corporation shall continue.

Section 2. Name of Surviving Corporation; Certificate of Incorporation, Bylaws, Directors and Officers.

The name of the Surviving Corporation shall be "WACHOVIA SECURITIES, INC." The Certificate of Incorporation and Bylaws of the Surviving Corporation shall be the Certificate of Incorporation and Bylaws of the Surviving Corporation as in effect immediately prior to the Effective Time. Until their successors are elected and qualified, the directors and officers of the Surviving Corporation after the Effective Time shall be the directors and officers of the Surviving Corporation in office immediately prior to the Effective Time.

Section 3. Conversion and Exchange of Shares.

At the Effective Time:

- (a) the outstanding shares of Common Stock of the Merging Corporation shall be canceled; and
- (b) the outstanding shares of Common Stock of the Surviving Corporation shall not be converted, exchanged or in any manner altered as a result of the Merger and shall remain outstanding as the shares of Common Stock of the Surviving Corporation.

Section 4. Effect of the Merger.

All of the assets of the Merging Corporation and the Surviving Corporation as they exist at the Effective Time shall pass to, vest in, and become assets of the Surviving Corporation. All of the liabilities of the Merging Corporation and the Surviving Corporation as they exist at the Effective Time shall become liabilities of the Surviving Corporation in accordance with applicable law.

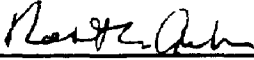
Section 5. Amendment; Termination.

This Plan may be amended at any time prior to the Effective Time by an amendment signed by the parties hereto and may be terminated or abandoned at any time prior to the Effective Time by the Surviving Corporation in writing, without the consent or joinder of the other party hereto.

IN WITNESS WHEREOF, the Merging Corporation and the Surviving Corporation have caused this Plan to be signed by their duly authorized officers as of the 6th day of April, 2002.

Surviving Corporation:


FIRST UNION SECURITIES, INC.

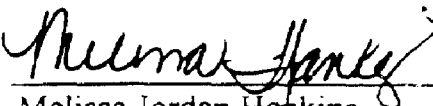
By: 
Name: Robert L. Andersen
Title: Senior Vice President

Attest: 
Name: Aprille M. Mitchell
Title: Assistant Secretary

Merging Corporation:

WACHOVIA SECURITIES, INC.

By: 
Name: Michael D. Hearn
Title: Senior Managing Director and Secretary

Attest: 
Name: Melissa Jordan Hankins
Title: Assistant Secretary

Delaware

PAGE 1

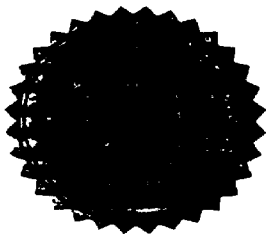
The First State

I, HARRIET SMITH WINDSOR, 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:

"WACHOVIA SECURITIES, INC.", A NORTH CAROLINA CORPORATION, WITH AND INTO "FIRST UNION SECURITIES, INC." UNDER THE NAME OF "WACHOVIA SECURITIES, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWELFTH DAY OF APRIL, A.D. 2002, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE FIFTEENTH DAY OF JUNE, A.D. 2002, AT 11:59 O'CLOCK P.M.

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



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

2107318 8100M

020230887

RECORDED: 10/30/2002

AUTHENTICATION: 1720861

DATE: 04-15-02
TRADEMARK

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