

FORM PTO-1594 (Modified)  
(Rev. 6-93)  
OMB No. 0551-0011 (exp. 4/94)  
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TM05/REV03

RECORDATION FORM COVER SHEET  
**TRADEMARKS ONLY**

Docket No.:

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):

**ABN AMRO North America, Inc.**  
135 South LaSalle Street  
Chicago, Illinois 60603

- Individual(s)
- General Partnership
- Corporation-State Delaware
- 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: December 30, 2002

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

Name: LaSalle Bank Corporation

Internal Address: \_\_\_\_\_

Street Address: 135 South LaSalle Street

City: Chicago State: IL ZIP: 60603

- 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

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,617,079

Additional numbers

Yes  No

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

Name: Carol A. Genis, Esq.

Internal Address: Bell, Boyd & Lloyd LLC

Street Address: P.O. Box 1135

City: Chicago State: IL ZIP: 60690

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:

02-1818

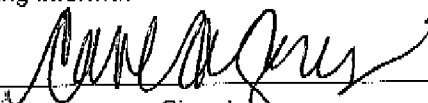
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9. Statement and signature.

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.

Carol A. Genis, Esq.

Name of Person Signing



Signature

April 1, 2003

Date

700027148

Total number of pages including cover sheet, attachments, and

**TRADEMARK**

REEL: 002627 FRAME: 0165

# Delaware

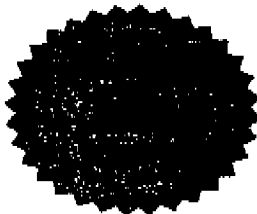
PAGE 1

*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 AMENDMENT OF "AEN AMRO NORTH AMERICA, INC.", CHANGING ITS NAME FROM "AEN AMRO NORTH AMERICA, INC." TO "LASALLE BANK CORPORATION", FILED IN THIS OFFICE ON THE THIRTIETH DAY OF DECEMBER, A.D. 2002, AT 1 O'CLOCK P.M.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE FIRST DAY OF JANUARY, A.D. 2003.



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

0695813 8100

020802968

AUTHENTICATION: 2177712

DATE: 12-30-02

TRADEMARK

REEL: 002627 FRAME: 0166

DEC-27-2002 13:40

TEAM 1

312 758 8782 P.02

**CERTIFICATE OF AMENDMENT  
OF  
AMENDED AND RESTATED CERTIFICATE OF INCORPORATION  
OF  
ABN AMRO NORTH AMERICA, INC.**

ABN AMRO North America, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware,

**DOES HEREBY CERTIFY:**

**FIRST:** That the Board of Directors of ABN AMRO North America, Inc. (the "Corporation"), by written consent filed with the minutes of the board, duly adopted a resolution setting forth a proposed amendment to the Amended and Restated Certificate of Incorporation of the Corporation, declaring said amendment to be advisable and submitting such amendment to the stockholders of the Corporation for consideration thereof. The resolution setting forth the proposed amendment are as follows:

**RESOLVED,** that SECTION 1 of the Corporation's Amended and Restated Certificate of Incorporation be and it hereby is amended in its entirety to read as follows:

**SECTION 1. Name.**

The name of the corporation is LaSalle Bank Corporation (the "Corporation").

**SECOND:** That any and all references to ABN AMRO North America, Inc. shall hereby be changed to LaSalle Bank Corporation.

**THIRD:** That in lieu of a meeting and vote of stockholders, the stockholders have given their written consent of said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.


**FOURTH:** That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 228 and 242 of the General Corporation Law of the State of Delaware.

**FIFTH:** That this Certificate of Amendment shall be effective on January 1, 2003.

**IN WITNESS WHEREOF,** the Corporation has caused this Certificate of Amendment to be signed as of the 30<sup>th</sup> day of December, 2002.

ABN AMRO NORTH AMERICA, INC.

By:   
Name: Kimberly Lynch  
Title: Vice President

By:   
Name: Timothy D. Kaiser  
Title: Assistant Vice President

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 01:00 PM 12/30/2002  
020802968 - 0595813

74890300

12:30:02 16:00 STATE BANK COMMISSIONER - CSR  
12:30:02 15:22 CSR - BANK COMM

NO. 680 004  
NO. 295 0004

FROM CORPORATION TRUST WILMINGTON 6

(MON) 12:30:02 16:00/ST. 16:07/NO. 4862777495.2.2

REVISED 2/11/98

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Whenever a filing is received by the Secretary of State with the words "Bank" or "Trust" or a derivative of either word in the name we will forward it to the State Bank Commissioner or his designee prior to filing, pursuant to Title 8, Delaware Code, Sections 126 and 195, and Title 5, Delaware Code, Section 721. After review by the Commissioner or his designee, a recommendation will be made to the Secretary of State indicating whether or not the name should be approved.

In order for the Bank Commissioner to determine whether or not to recommend approval, please answer the following questions:

IF THIS FORM IS NOT COMPLETELY FILLED OUT, IT WILL NOT BE REVIEWED BY THE BANK COMMISSIONER.

1 The name on the filing is LaSalle Bank Corporation

2 The type of filing is Certificate of Amendment of Amended and Restated Certificate of Incorporation of ABN AMRO North America, Inc.

3 Will the corporation be a bank? Yes \_\_\_ No X

4 If not, will it be a bank holding company? Yes X No \_\_\_

5 Will the corporation conduct banking business in Delaware? Yes \_\_\_ No X

6 If not, will it be conducting a banking business out of state? Yes \_\_\_ No X

7 If yes, what type of banking business and where will the business be conducted.

8 Under which federal or state regulatory authority will it operate (OCC, OTS, FRB, SEC, FOREIGN (describe), etc.)? ABN AMRO North America, Inc. (to be renamed LaSalle Bank Corporation by

amending section 1 of its Amended and Restated Certificate of Amendment is a registered bank holding

company under the Bank Holding Company Act of 1956, as amended (BHCA). It is regulated by the

Federal Reserve Board.

9 Has application(s) been filed with the above-mentioned agency(ies)? Yes \_\_\_ No X

(if yes, which agency(ies) and when was each application filed?) Although no regulatory application was

required to change the name of the bank holding company, notice of the name change was sent to the

Federal Reserve Bank of Chicago December 16, 2002

10 If not a banking business, what type of business will it be conducting?

The company engages in activities permissible for a registered bank holding company by section 313

holding company for its subsidiary depository institutions (one located in Michigan, the other located in

Illinois) and other companies whose activities are permissible under the BHCA.

12:20:32 16:24 STATE BANK COMMISSIONER - CSR  
12/19/2001 15:22 CSR -> BANK COMM

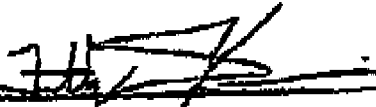
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NO. 295 005

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LOW CORPORATION TRUST WILMINGTON 5

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- 11. If not a banking business, will it be regulated by any federal or state agency? Yes  No
- 11a. If yes, which agency? Federal Reserve Board which state? N/A, although the Federal Reserve Bank of Chicago is the company's primary federal supervisor.
- 12. Is the applicant an affiliate of a regulated entity? Yes
- 12a. If yes, identify which entity. The company owns LaSalle Bank National Association (Chicago, IL) and Standard Federal Bank National Association (Troy, MI), two national banking associations regulated by the Office of the Comptroller of the Currency.
- 13. Contact name, address, and telephone number: Timothy D. Kaiser, Assistant Vice President, American Council & Assistant Secretary, ABN AMRO North America, Inc., 135 South LaSalle Street, Suite 925, Chicago, Illinois 60603, Telephone (312) 904-5946, Fax (312) 904-2140, Email: timothy.kaiser@abnamro.com.

(signature)   
 (title) Assistant Counsel

TO THE OFFICE OF THE STATE BANK COMMISSIONER

Please review and return with your recommendation as soon as possible.

APPROVAL RECOMMENDED      NAME Jonathan R. Smith  
 APPROVAL NOT RECOMMENDED      DATE 12-30-02

This is a Priority Filing Yes  No

*Will be a bank holding company.*