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Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings

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

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

1. Name of conveying party(ies):

Johnson International, Inc.

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

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: 12/17/2002

2. Name and address of receiving party(ies)

Name: Johnson Financial Group, Inc.

Internal Address:

Street Address: 555 Main Street

City: Racine State: WI Zip: 53403

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

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 2,441,558

Additional number(s) attached Yes No

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

Name: Joseph W. Byrne

Internal Address:

Boardman, Suhr, Curry & Field LLP

Fourth Floor

Street Address: 1 South Pinckney Street

P.O. Box 927

City: Madison State: WI Zip: 53701

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:

03/27/2003 BYRNE 0000095 2441558

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01 FC:852 9. Signature. 40.00 OP

Joseph W. Byrne Name of Person Signing

Signature

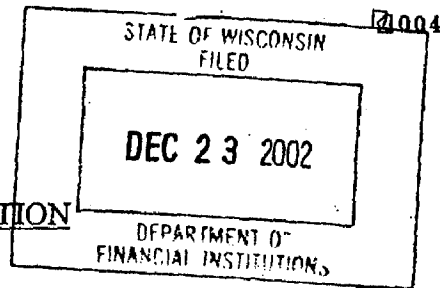
March 4, 2003 Date

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

2

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

TRADEMARK REEL: 002701 FRAME: 0139



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AMENDMENT TO ARTICLES OF INCORPORATION

OF

DEC 20 2002

WISCONSIN
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JOHNSON INTERNATIONAL, INC.

Pursuant to the consent of the shareholders and Board of Directors of Johnson International, Inc., a Wisconsin corporation (the "Corporation"), and in accordance with Section 180.1003 of the Wisconsin Statutes, the following resolution was duly adopted on December 17, 2002:

BE IT RESOLVED, that the Articles of Incorporation of the Corporation be, and they hereby are, amended by deleting Article 1. thereof and inserting in its place the following:

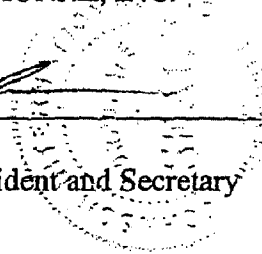
ARTICLE 1.

The name of the corporation is "Johnson Financial Group, Inc."

Executed as of the 17th day of December, 2002.

JOHNSON INTERNATIONAL, INC.

By: *Dennis R. Axelson*
 Dennis R. Axelson,
 Executive Vice President and Secretary



This instrument was drafted by:

Elliot H. Berman
 Godfrey & Kahn, S.C.
 780 North Water Street
 Milwaukee, Wisconsin 53202-3590

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