

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	MERGER
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
FBS Business Finance Corporation		01/02/1998	CORPORATION: DELAWARE

RECEIVING PARTY DATA	
Name:	U.S. Bancorp Leasing & Financial
Street Address:	111 SW Fifth Avenue
City:	Portland
State/Country:	OREGON
Postal Code:	97204
Entity Type:	CORPORATION: OREGON

PROPERTY NUMBERS Total: 1		
Property Type	Number	Word Mark
Registration Number:	1508698	SAFER

CORRESPONDENCE DATA	
Fax Number:	(617)951-8736
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	617-951-8144
Email:	eileen.sullivan@bingham.com
Correspondent Name:	Eileen Sullivan, Trademark Paralegal
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Address Line 2:	Bingham McCutchen LLP
Address Line 4:	Boston, MASSACHUSETTS 02110

ATTORNEY DOCKET NUMBER:	SAFERMERGER
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NAME OF SUBMITTER:	Eileen Sullivan
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Total Attachments: 4 source=saferaffidavit#page2.tif source=saferaffidavit#page3.tif source=saferaffidavit#page4.tif source=saferaffidavit#page5.tif
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OP \$40.00 1508698

EXHIBIT A

FILED

SURVIVOR
#094689-19

ARTICLES OF MERGER Business Corporations

JAN - 2 1998
OREGON
SECRETARY OF STATE

FBS BUSINESS FINANCE CORPORATION

into

U. S. BANCORP LEASING & FINANCIAL

In accordance with applicable Delaware and Oregon law, the undersigned domestic and foreign business corporations adopt these Articles of Merger for the purpose of merging said corporations into one corporation.

ARTICLE I.

The names of the corporations proposing to merge and the states under the laws of which they are respectively organized are:

<u>Name of Corporation</u>	<u>State</u>
FBS Business Finance Corporation	Delaware
U. S. Bancorp Leasing & Financial	Oregon

ARTICLE II.

The laws of the State of Oregon, under which U. S. Bancorp Leasing & Financial is organized, permit such merger. The laws of the State of Delaware, under which FBS Business Finance Corporation is organized, also permit such merger.

ARTICLE III.

The name of the surviving corporation is U. S. Bancorp Leasing & Financial, an Oregon corporation.

ARTICLE IV.

The effective date and time of the merger is the date and time of filing of these Articles of Merger.

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ARTICLE V.

The Plan of Merger is attached hereto as Exhibit A and made a part hereof for all purposes, and was approved by the boards of directors and the shareholders of both of the undersigned corporations effective January 1, 1998, in the manner prescribed by the laws of the states in which they were organized.

ARTICLE VI.

As to each of the undersigned corporations, the number of shares outstanding and entitled to vote on the Plan of Merger, all of which are designated as common stock and none of which are entitled to vote as a class, are as follows:


<u>Name of Corporation</u>	<u>Number of Shares Outstanding</u>
FBS Business Finance Corporation	8,500
U. S. Bancorp Leasing & Financial	2,500

ARTICLE VII.

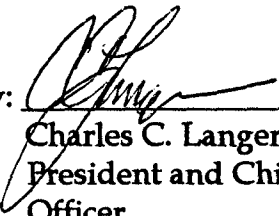
All of the number of the issued and outstanding shares of FBS Business Finance Corporation were voted to approve the Plan of Merger. All of the number of the issued and outstanding shares of U. S. Bancorp Leasing & Financial were voted to approve the Plan of Merger.

Dated this 1st day of January, 1998.

FBS BUSINESS FINANCE
CORPORATION

By: 
Daniel C. Rohr
President and Chief Executive
Officer

U. S. BANCORP LEASING &
FINANCIAL

By: 
Charles C. Langer
President and Chief Executive
Officer

PLAN OF MERGER

This Plan of Merger, is made as of January 1, 1998 pursuant to Oregon Revised Statutes, Title 7, Section 60.501 and Section 252 of the General Corporation Law of the State of Delaware, between U. S. Bancorp Leasing & Financial, an Oregon corporation ("USBL&F" or the "Surviving Corporation") and FBS Business Finance Corporation, a Delaware corporation ("FBSBFC"). USBL&F and FBSBFC shall hereinafter be referred to collectively as the "Constituent Corporations."

WITNESSETH that:

WHEREAS, the Constituent Corporations desire to merge into a single corporation.

NOW, THEREFORE, the corporations, parties to this Plan of Merger, in consideration of the mutual covenants, agreements and provisions hereinafter contained, do hereby prescribe the terms and conditions of said merger and mode of carrying the same into effect as follows:

FIRST: USBL&F hereby merges into itself FBSBFC and said FBSBFC shall be and hereby is merged into USBL&F which shall be the surviving corporation.

SECOND: On the effective date of the Plan of Merger, the shares of FBSBFC will not be converted into shares of the Surviving Corporation, but instead shall be canceled (along with the certificates representing the same) and all rights in respect thereof shall thereupon cease to exist.

THIRD: The terms and conditions of the merger are as follows:

(a) The bylaws of the Surviving Corporation as they shall exist on the effective date of this Plan of Merger shall be and remain the bylaws of the Surviving Corporation until the same shall be altered, amended and repealed as therein provided.

(b) The directors and officers of the Surviving Corporation shall continue in office until the next annual meeting of stockholders and until their successors shall have been elected and qualified.

(c) This merger shall become effective upon filing with the Secretary of State of the States of Oregon and Delaware. However, for all accounting purposes the effective date of the merger shall be as of the close of business on January 1, 1998.

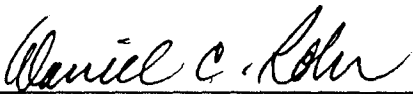
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FOURTH: Upon the merger becoming effective, the separate existence of FBSBFC shall cease and all the property, rights, privileges, franchises, patents, trademarks, licenses, registrations and other assets of every kind and description of the Constituent Corporations and all the debts due on whatever account to any of them, as well as all stock subscriptions and other choses in action belonging to any of them, and the title to all real estate vested in either of the Constituent Corporations shall not revert or be in any way impaired by reason of the merger, but shall be transferred to and vested in the Surviving Corporation. The Surviving Corporation is responsible and liable for all the liabilities and obligations, including the rights and obligations under their agreements, of each of the Constituent Corporations. A claim by or against or a pending proceeding by or against a Constituent Corporation may be prosecuted as if the merger had not taken place, or the Surviving Corporation may be substituted in place of the Constituent Corporation. Neither the rights of creditors nor any liens upon the property of a Constituent Corporation are impaired by the merger.

IN WITNESS WHEREOF, the parties to this Plan of Merger, pursuant to the approval and authority duly given by resolutions adopted by their respective Boards of Directors and shareholders have caused these presents to be executed by the President of each party hereto as the respective act, deed and agreement of said corporations effective the 1st day of January, 1998.

FBS BUSINESS FINANCE
CORPORATION

By: 
Daniel C. Rohr
President and Chief Executive
Officer

U. S. BANCORP LEASING &
FINANCIAL

By: 
Charles C. Langer
President and Chief Executive
Officer