

Form PTO-1594 (Rev. 06/04)  
OMB Collection 0351-0027 (exp. 6/30/2005)

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

### RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

**1. Name of conveying party(ies)/Execution Date(s):**  
 Bank One Corporation  
 1 Bank One Plaza  
 Chicago, IL 60670

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

Citizenship (see guidelines) Delaware

Execution Date(s) July 1, 2004

Additional names of conveying parties attached?  Yes  No

**2. Name and address of receiving party(ies)**  Yes  
 Additional names, addresses, or citizenship attached?  No

Name: J.P. Morgan Chase & Co.

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

Street Address: 270 Park Avenue

City: New York

State: NY

Country: U.S. Zip: 10022

Association Citizenship \_\_\_\_\_  
 General Partnership Citizenship \_\_\_\_\_  
 Limited Partnership Citizenship \_\_\_\_\_  
 Corporation Citizenship Delaware  
 Other \_\_\_\_\_ Citizenship \_\_\_\_\_

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)

**3. Nature of conveyance:**

Assignment                       Merger  
 Security Agreement               Change of Name  
 Other \_\_\_\_\_

**4. Application number(s) or registration number(s) and identification or description of the Trademark.**

A. Trademark Application No.(s)  
76/410884

B. Trademark Registration No.(s)

Additional sheet(s) attached?  Yes  No

**C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):**

CONGRESS LIFE INSURANCE COMPANY

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

Name: Dana Breitman

Internal Address: Goodwin Procter LLP

Street Address: 599 Lexington Avenue

City: New York

State: NY Zip: 10022

Phone Number: 212.813.8800

Fax Number: 212.355.3333

Email Address: dbreitman@goodwinprocter.com

**6. Total number of applications and registrations involved:** 1


**7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 40.00**

Authorized to be charged by credit card  
 Authorized to be charged to deposit account  
 Enclosed

**8. Payment Information:**

a. Credit Card Last 4 Numbers \_\_\_\_\_  
 Expiration Date \_\_\_\_\_

b. Deposit Account Number 06-0923  
 Authorized User Name \_\_\_\_\_

**9. Signature:**  \_\_\_\_\_

February 24, 2005  
Date

Dana Breitman  
Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 6

Documents to be recorded (including cover sheet) should be faxed to (703) 306-5995, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

TRADEMARK

CH \$40.00 060923 76410884

State of New York )  
 ) ss.  
County of New York )

**NOTARIAL CERTIFICATE**

**I, Catherine Harper, a Notary Public for the State of New York, do hereby certify that attached hereto is a true and correct copy of the original Certificate of Merger, which merges Bank One Corporation, a Delaware Corporation with and into J.P. Morgan Chase & Co. , also a Delaware Corporation, as filed in the Office of the Secretary of State of the State of Delaware on the 30<sup>th</sup> day of June 2004, and effective the 1<sup>st</sup> day of July, 2004.**

Date: August 26, 2004

Catherine Harper  
**Notary Public CATHERINE HARPER**  
Notary Public, State of New York  
No. 01H45017515  
Qualified in Kings County  
Certificate Filed in New York County  
Commission Expires 9/7/2005

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# 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:

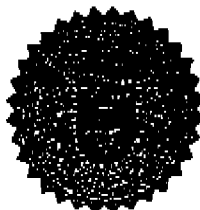
"BANK ONE CORPORATION", A DELAWARE CORPORATION,  
WITH AND INTO "J.P. MORGAN CHASE & CO." UNDER THE NAME OF "J.P. MORGAN CHASE & CO.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTIETH DAY OF JUNE, A.D. 2004, AT 12:41 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE FIRST DAY OF JULY, A.D. 2004, AT 12:01 O'CLOCK A.M.

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

0691011 8100M

040483267



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3206141

DATE: 06-30-04

TRADEMARK  
REEL: 003047 FRAME: 0263

State of Delaware  
 Secretary of State  
 Division of Corporations  
 Delivered 12:45 PM 06/30/2004  
 FILED 12:42 PM 06/30/2004  
 SVY 040483267 - 0691013 FILE

CERTIFICATE OF MERGER OF  
 BANK ONE CORPORATION  
 WITH AND INTO  
 J.P. MORGAN CHASE & CO.  
 UNDER SECTION 251 OF THE  
 GENERAL CORPORATION LAW  
 OF THE STATE OF DELAWARE

Pursuant to Section 251(c) of the General Corporation Law of the State of Delaware, J.P. Morgan Chase & Co., a Delaware corporation ("JPMorgan Chase"), hereby certifies the following information relating to the merger of Bank One Corporation, a Delaware corporation ("Bank One"), with and into JPMorgan Chase (the "Merger"):

FIRST: The names of the constituent corporations in the Merger (the "Constituent Corporations") and their states of incorporation are as follows:

<u>Name</u>	<u>State</u>
J.P. Morgan Chase & Co.	Delaware
Bank One Corporation	Delaware

SECOND: The Agreement and Plan of Merger, dated as of January 14, 2004 (the "Merger Agreement"), between JPMorgan Chase and Bank One, setting forth the terms and conditions of the Merger, has been approved, adopted, certified, executed and acknowledged by each of the Constituent Corporations in accordance with the provisions of Section 251 of the General Corporation Law of the State of Delaware.

**THIRD:** The name of the surviving corporation in the Merger is J.P. Morgan Chase & Co. (the "Surviving Corporation").

**FOURTH:** The certificate of incorporation of JPMorgan Chase shall be the certificate of incorporation of the Surviving Corporation, except that the first paragraph of Article FOURTH is hereby amended to read in its entirety as follows:

The total number of shares of all classes of capital stock which the Corporation shall have authority to issue is NINE BILLION TWO HUNDRED MILLION, of which TWO HUNDRED MILLION shares shall be shares of preferred stock of the par value of \$1 per share (hereinafter called "Preferred Stock") and NINE BILLION shares shall be shares of common stock of the par value of \$1 per share (hereinafter called "Common Stock").

**FIFTH:** The executed Merger Agreement is on file at the office of the Surviving Corporation located at 270 Park Avenue, New York, New York 10017.

**SIXTH:** A copy of the Merger Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of either of the Constituent Corporations.

**SEVENTH:** This Certificate of Merger, and the Merger provided for herein, shall become effective at 12:01 a.m. on July 1, 2004.

IN WITNESS WHEREOF, this Certificate of Merger has been executed on this  
30th day of June, 2004.

J.P. MORGAN CHASE & CO.

By: /s/ Anthony J. Horan  
Anthony J. Horan  
Secretary