

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	02/27/2001

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Firstar Corporation		02/26/2001	CORPORATION: WISCONSIN

RECEIVING PARTY DATA

Name:	U.S. Bancorp
Street Address:	U.S. Bancorp Center, 800 Nicollett Mall
City:	Minneapolis
State/Country:	MINNESOTA
Postal Code:	55402
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 14

Property Type	Number	Word Mark
Registration Number:	2159660	BUS.E BANKING
Registration Number:	2261950	TO GET THERE, START HERE.
Registration Number:	2290170	DAILY DEPOSITOR
Registration Number:	2273025	FIRSTAR FUNDS
Registration Number:	1391859	WHEN PERFORMANCE COUNTS
Registration Number:	1033257	
Registration Number:	0934195	FIRSTAR
Registration Number:	2344307	TO GET THERE, START HERE. FIRSTAR
Registration Number:	1666049	FIRSTAR
Registration Number:	1591263	FIRSTAR
Registration Number:	2522874	THE FIVE-STAR SERVICE GUARANTEE
Registration Number:	1471813	ONLINE BANKER
Registration Number:	1420005	ELAN

OP \$365.00 2159660

Registration Number:

1420430

ELAN

CORRESPONDENCE DATA

Fax Number: (513)977-8141

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 513-977-8683

Email: clare.iery@dinslaw.com

Correspondent Name: Clare M. Iery

Address Line 1: 1900 Chemed Center; 255 East Fifth St.

Address Line 4: Cincinnati, OHIO 45202

NAME OF SUBMITTER:

Clare M. Iery

Signature:

/cmi/

Date:

04/08/2005

Total Attachments: 3

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CERTIFICATE OF MERGER

MERGER

OF

FIRSTAR CORPORATION
A WISCONSIN CORPORATION,

INTO

U.S. BANCORP
A DELAWARE CORPORATION

UNDER SECTION 252 OF THE GENERAL
CORPORATION LAW OF THE STATE OF DELAWARE

U.S. Bancorp hereby certifies that:

1. The name and state of incorporation of each of the constituent corporations are:
 - (a) U.S. Bancorp, a Delaware corporation; and
 - (b) Firstar Corporation, a Wisconsin corporation.
2. An agreement and plan of merger (the "Merger Agreement") has been approved, adopted, certified, executed and acknowledged by each of U.S. Bancorp and Firstar Corporation in accordance with the provisions of Section 252 of the General Corporation Law of the State of Delaware.
3. The name of the surviving corporation is U.S. Bancorp.
4. The certificate of incorporation of the surviving corporation shall be the certificate of incorporation of U.S. Bancorp as in effect as of the date hereof, except that

NY12925: 139840.3

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 03:00 PM 02/26/2001
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the first sentence of Article Fourth thereof shall be amended at the effective time of the merger to read in its entirety as follows:

"The total number of shares of all classes of stock which the corporation shall have the authority to issue is consisting of _____ shares of Preferred Stock of the par value of _____ each and _____ shares of Common Stock of the par value of _____ each."

5. The surviving corporation is a corporation organized under the General Corporation Law of the State of Delaware.

6. The executed Merger Agreement is on file at the office of U.S. Bancorp, U.S. Bank Place, 601 Second Avenue South, Minneapolis, Minnesota 55402.

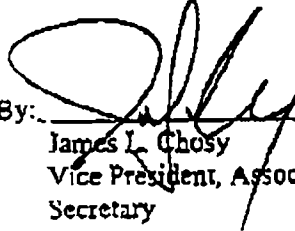
7. A copy of the Merger Agreement will be furnished by U.S. Bancorp, on request and without cost, to any stockholder of U.S. Bancorp or Firststar Corporation.

8. The authorized capital stock of Firststar Corporation as of the date hereof consists of (a) _____ shares of common stock, _____ par value per share, and (b) _____ shares of preferred stock, _____ par value per share.

9. This Certificate of Merger shall become effective at 12:01 a.m., Eastern Daylight Time, on February 27, 2001.

IN WITNESS WHEREOF, U.S. Bancorp, the surviving corporation, has caused this certificate to be signed by James L. Chosy, its authorized officer, on the 26th day of February, 2001.

U.S. BANCORP

By: 
James L. Chosy
Vice President, Associate General Counsel and
Secretary

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TOTAL 8 0.4