Electronic Version v1.1 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	05/27/2005

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Harris Trust and Savings Bank		05/27/2005	CORPORATION: ILLINOIS

RECEIVING PARTY DATA

Name:	Harris Bank Glencoe-Northbrook, National Association	
Street Address:	333 Park Avenue	
City:	Glencoe	
State/Country:	ILLINOIS	
Postal Code:	60022	
Entity Type:	National Association: UNITED STATES	

PROPERTY NUMBERS Total: 9

Property Type	Number	Word Mark
Serial Number:	78380882	HARRIS
Registration Number:	1008229	HARRIS BANK
Registration Number:	1025376	HARRIS BANKER
Registration Number:	1343279	HARRIS INSIGHT
Registration Number:	1794429	HARRIS BANKS
Registration Number:	2086063	HARRIS INSIGHT
Registration Number:	2473688	THE HARRIS
Registration Number:	2692987	HARRIS BANK
Registration Number:	2769292	THE HARRIS BANK N.A.

CORRESPONDENCE DATA

Fax Number: (312)803-5299

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

TRADEMARK REEL: 003139 FRAME: 0172

900029986

11 8240.0

Phone: (312) 845-3430 Email: kalwa@chapman.com Richard Kalwa Correspondent Name: Address Line 1: 111 West Monroe Street Address Line 2: Chapman and Cutler LLP Chicago, ILLINOIS 60603-4080 Address Line 4: NAME OF SUBMITTER: Richard Kalwa Signature: /richard kalwa/ 08/11/2005 Date: **Total Attachments: 3**

Total Attachments: 3 source=merger2#page1.tif source=merger2#page2.tif source=merger2#page3.tif



Comptroller of the Currency Administrator of National Banks

Central District Office One Financial Place, Suite 2700 440 South LaSalle Street Chicago, Illinois 60605

May 27, 2005

Mr. Frank J. Techar President and Chief Executive Officer Harris Bankcorp, Inc. 111 West Monroe Street Chicago, Illinois 60603-4080

Re: Reorganization and Consolidation of the Chicagoland subsidiary banks of Harris Bankcorp, Inc., Chicago, Illinois. (OCC Control Numbers Follow)

Dear Mr. Techar;

The Comptroller of the Currency (OCC) has reviewed and found no exception to the documents submitted on behalf of Harris Bank Roselle, Roselle, Illinois to complete the conversion process. The institution is authorized to commence business as a national banking association on May 27, 2005, under the title of Harris Bank Roselle, National Association, Roselle, Illinois, charter number 24536. The bank's charter certificate will be sent under separate cover. (04-CE-01-004)

Further, this letter is the official certification of the Comptroller of the Currency (OCC) for the following transactions, effective as of May 27, 2005:

- The purchase and assumption of substantially all the assets and liabilities of Harris Bank Roselle, National Association, by interim bank Harris Bank West, National Association, Roselle, Illinois. The interim bank's charter certificate is enclosed. (04-CE-02-013)
- The merger of Harris Bank West, National Association, with and into Harris Bank Glencoe-Northbrook, National Association, Glencoe, Illinois, under the charter and title of the latter. (04-CE-02-015)
- The merger of Harris Bank Argo, Summit, Illinois; Harris Bank Arlington-Meadows, Rolling Meadows, Illinois; Harris Bank Bartlett, Bartlett, Illinois; Harris Bank Cary-Grove, Cary, Illinois; Harris Bank Frankfort, Frankfort, Illinois; Harris Bank Hoffman-Schaumburg, Hoffman Estates, Illinois; Harris Bank Huntley, Huntley, Illinois; Harris Bank Libertyville, Libertyville, Illinois; Harris Bank Marengo, Marengo, Illinois; Harris Bank Naperville, Naperville, Illinois; Harris Bank Oakbrook Terrace, Oakbrook Terrace, Illinois; Harris Bank Westchester, Westchester, Illinois; Harris Bank Woodstock, Woodstock, Illinois; Suburban Bank of Barrington, Barrington, Illinois; Harris Trust and Savings Bank, Chicago, Illinois; Harris Bank Aurora, National Association, Aurora, Illinois; Harris Bank Barrington, National Association, Barrington, Illinois; Harris Bank Batavia, National Association, Batavia, Illinois; Harris Bank Elk Grove, National Association, Elk Grove Village, Illinois;

Page Two
May 27, 2005
Mr. Frank J. Techar
President and Chief Executive Officer
Harris Bankcorp, Inc.

Harris Bank Hinsdale, National Association, Hinsdale, Illinois; Harris Bank Joliet, National Association, Joliet, Illinois; Harris Bank Palatine, National Association, Palatine, Illinois; Harris Bank Wilmette, National Association, Wilmette, Illinois; and Harris Bank Winnetka, National Association, Winnetka, Illinois; with and into Harris Bank Glencoe-Northbrook, National Association, Glencoe, Illinois, under the charter and title of the latter. (04-CE-02-016)

This is also the official authorization given to Harris Bank Glencoe-Northbrook, National Association to operate the branches, including the Nassau, Bahamas branch approved on March 7, 1972 by the Board of Governors of the Federal Reserve System, and main offices of the target institutions as branches. A listing of each newly authorized domestic branch and its assigned OCC branch number is attached. Except for the branches acquired in the substantial purchase and assumption transaction from Harris Bank Roselle, National Association by Harris Bank West, National Association, branches of a national bank target are not listed since they are automatically carried over to the resulting bank and retain their current OCC branch numbers.

This letter also is the official certification of the Comptroller of the Currency (OCC) given to Harris Bank Glencoe-Northbrook, National Association, charter number 14583, to change its corporate title to Harris National Association (04-CE-04-006), the location of its main office from 333 Park Avenue, Glencoe, Illinois to 111 West Monroe Street, Chicago, Illinois (04-CE-07-035), and retain the former main office in Glencoe, Illinois as a branch (04-CE-05-397), effective May 27, 2005. The newly authorized branch and its assigned OCC branch number are attached.

This also is the official OCC certification for Harris National Association to increase its common stock from \$500,000 to \$130,674,000 as a result of the aforementioned mergers, and for Harris Bank Roselle, National Association to reduce its capital stock and surplus accounts to \$1,301,200 and \$2, 198,800, respectively, resulting from the substantial purchase and assumption (04-CE-02-013) and dividend-in-kind transactions (04-CE-12-156), and change its corporate title to Harris Central National Association (05-CE-04-003), effective May 27, 2005.

Sincerely,

David J. Rogers

Director for District Licensing

Enclosures

EXHIBIT A

Registered U.S. Trademarks

Mark	Registration No.	Registration Date
HARRIS BANK	1,008,229	April 1, 1975
HARRIS BANKER	1,025,376	November 18, 1975
HARRIS INSIGHT	1,343,279	June 18, 1985
HARRIS BANKS	1,794,429	September 21, 1993
HARRIS INSIGHT	2,086,063	August 5, 1997
THE HARRIS	2,473,688	July 31, 2001
HARRIS BANK	2,692,987	March 4, 2003
THE HARRIS BANK N.A.	2,769,292	September 30, 2003

Pending U.S. Trademark Application

Mark	Application No.	Application Date
HARRIS (w/ Lion)	78/380,882	March 9, 2004

RECORDED: 08/11/2005