

FORM PTO-1594
(Rev. 6-93)
OMB No. 0651-0011 (exp. 4/94)
M&G 40254.0001

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

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

1. Name of conveying party(ies):
First Federal Lincoln Bank

Individuals Association
 General Partnership Limited Partnership
 Corporation-State of
 Other: United States Federally chartered corporation

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

2. Name and address of receiving party(ies):
TierOne Bank
1235 N Street
Lincoln, Nebraska 68508

Individual(s) citizenship Association
 General Partnership Limited Partnership
 Corporation-State of
 Other: United States Federally chartered corporation

If assignee is not domiciled in the United States, a domestic representative designation is attached:
 Yes No
 (Designations must be separate document from Assignment)

Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other:

Execution Date: February 8, 2002

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

A. Trademark Application No.(s)/ Mark(s)
76/349011 TAKING THE EXTRA STEP
76/348919 TIERONE REINSURANCE

B. Trademark Reg. No.(s)/Mark(s)
2,159,825 TIER ONE

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: John L. Beard
 Address: MERCHANT & GOULD P.C.
 P.O. Box 2910
 Minneapolis, MN 55402-0910

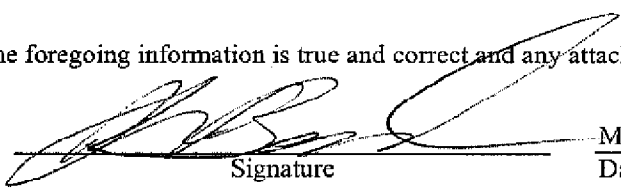
6. Total number of applications and trademarks involved: 9

7. Total fee (37 CFR 3.41): \$240.00
 Enclosed
 Authorized to be charged to deposit account

8. Please charge any additional fees or credit any overpayments to our Deposit account number: 13-2725

DO NOT USE THIS SPACE

9. Statement and signature:
 To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

John L. Beard  May 13, 2002
 Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 3

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

Commissioner for Patents and Trademarks
Box Assignments
Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of information systems, PK2-1009C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

| <u>Serial No.</u> | <u>Mark</u> |
|-------------------|-----------------------------------|
| 76/348918 | TIERONE INVESTMENTS AND INSURANCE |
| 76/348917 | TIERONE BANK |
| 76/348912 | TIERONE FINANCIAL |
| 76/326429 | TIERONE and Design |
| 76/318192 | TIERONE |
| 76/130558 | AMERAONE and Design |

CORPORATE RESOLUTION

I, Judith A. Klinkman, do hereby certify that I am the Assistant Secretary of TierOne Bank, formerly known as First Federal Lincoln Bank, a United States Corporation (the "Corporation") and am duly authorized to execute this certificate on behalf of the Corporation, and I do further certify that:

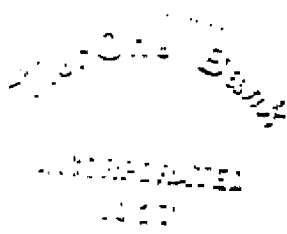
At a meeting of the Members of the Corporation duly called and held on February 8, 2002, at which a quorum was present and acting throughout, the excerpt of a resolution set forth herein below was duly adopted and is in full force and effect on this date without amendment or modification.

BE IT RESOLVED, That Section 1. Corporate Title of the present charter of this savings bank be amended to read as follows:

The full corporate title of the Federal savings bank hereby chartered is TierOne Bank.

I, Judith A. Klinkman, do further certify that the attached letter from the Office of Thrift Supervision authorizing the name change is a valid copy received on November 5, 2001.

IN WITNESS WHEREOF, I have hereunto signed my name and affixed the seal of the Corporation this 10th day of May, 2002.



Judith A. Klinkman
Assistant Secretary