

09-15-1999



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**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment License
 - Security Agreement Nunc Pro Tunc Assignment
 - Merger
 - Change of Name
 - Other
- Effective Date
Month Day Year
07 05 99

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year
09 01 99

Name **NATIONSBANK, NATIONAL ASSOCIATION**

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization **National banking association**

Receiving Party

Mark if additional names of receiving parties attached

Name **BANK OF AMERICA, NATIONAL ASSOCIATION**

DBA/AKA/TA

Composed of

Address (line 1) **555 CALIFORNIA STREET**

Address (line 2)

Address (line 3) **SAN FRANCISCO**

CA

94104

City

State/Country

Zip Code

- Individual General Partnership Limited Partnership Corporation Association
- Other

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

Citizenship/State of Incorporation/Organization **National banking association**

09/14/1999 JSHBAZZ 00000004 040258 75346478

FOR OFFICE USE ONLY

01 FC:481 40.00 CH
02 FC:482 250.00 CH

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

REEL: 001957 FRAME: 0577

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

| Trademark Application Number(s) | | | Registration Number(s) | | |
|--|--|----------------------|--|--|----------------------|
| <input type="text" value="75/346478"/> | <input type="text" value="75/330778"/> | <input type="text"/> | <input type="text" value="2,057,694"/> | <input type="text" value="1,848,213"/> | <input type="text"/> |
| <input type="text" value="75/278128"/> | <input type="text" value="75/346377"/> | <input type="text"/> | <input type="text" value="2,130,752"/> | <input type="text" value="2,093,309"/> | <input type="text"/> |
| <input type="text" value="75/330525"/> | <input type="text"/> | <input type="text"/> | <input type="text" value="2,040,998"/> | <input type="text" value="1,984,344"/> | <input type="text"/> |

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

No

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. Charges to deposit account are authorized, as indicated herein.

BRADLEY J. WATSON

Name of Person Signing

[Signature]

Signature

9-10-99

Date Signed

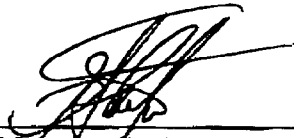


**BANK OF AMERICA, NATIONAL ASSOCIATION
CERTIFICATE OF SECRETARY**

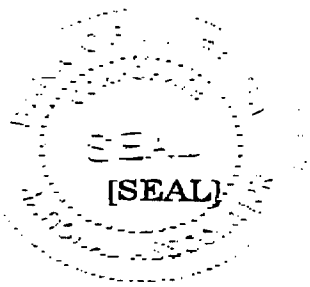
I, EDWARD J. STARK, Assistant Secretary of Bank of America, National Association, a national banking association (the "Association"), do certify as evidenced by the enclosed true copies of official certifications issued by the Office of the Comptroller of the Currency that:

1. Effective July 5, 1999, NationsBank, National Association changed its name to Bank of America, National Association, and
2. effective July 23, 1999, Bank of America, National Association merged with and into Bank of America National Trust and Savings Association under the charter of Bank of America National Trust and Savings Association and under the title of Bank of America, National Association.

IN WITNESS WHEREOF, I have hereupon set my hand and affixed the seal of said Association this 1st day of September, 1999.



Edward J. Stark
Assistant Secretary





**Comptroller of the Currency
Administrator of National Banks**

Bank Organization and Structure, 3-8
250 E Street, S.W.
Washington, DC 20219

June 8, 1999

Mr. Scott A. Cammarn
Assistant General Counsel
Legal Department
Bank of America Corporation
101 South Tryon Street/NC1-002-01
Charlotte, North Carolina 28255

Dear Mr. Cammarn:

This serves to acknowledge receipt of your June 1, 1999 letter forwarding a certification of the action taken by the sole shareholder of NationsBank, National Association, Charter Nr. 14448, Charlotte, North Carolina to change that Bank's title to "Bank of America, National Association", effective July 5, 1999.

I have reviewed the furnished certification and found it acceptable. We will therefore alter our records, on the desired effective date, to reflect the Bank's new title.

Sincerely,

Richard T. Erb
Licensing Manager



**Comptroller of the Currency
Administrator of National Banks**

Bank Organization and Structure, 3-8
250 E Street, S.W.
Washington, DC 20219

July 19, 1999

Mr. Michael W. Briggs
Senior Counsel
Legal Department
Bank of America Corporation
NCI-002-29-01
101 South Tryon Street
Charlotte, North Carolina 28255

Dear Mr. Briggs:

This letter is the official certification of the Office of the Comptroller of the Currency for the merger of Bank of America, National Association (formerly NationsBank, National Association), Charlotte, North Carolina, Charter Nr. 14448, into and under the charter of Bank of America, National Trust and Savings Association, San Francisco, California, Charter Nr. 13044, effective July 23, 1999. The resulting bank has selected Charlotte, North Carolina for its headquarters and adopted the title of Bank of America, National Association.

This letter also serves as the official authorization for the resulting Bank of America, National Association, Charlotte, North Carolina, Charter Nr. 13044, to operate its former San Francisco headquarters as a branch at the following location:

Popular Name : San Francisco Main Banking Center
Certificate Nr. : 114783A
Address : 555 California Street
San Francisco, California

Branch authorizations previously granted to Bank of America, National Association, Charter Nr. 14448, automatically convey to Bank of America, National Association, Charter Nr. 13044, and will not be reissued. Please furnish a copy of this certificate to personnel responsible for branch administration.

This letter is also the official certification by the Office of the Comptroller of the Currency of the increase in common stock outstanding by Bank of America, National Association, Charter Nr. 13044, from \$599,446,340.00 to \$3,755,891,840.00, effective as of July 23, 1999.

The authority to exercise fiduciary powers previously granted to Bank of America, N.T. & S.A., Charter Nr. 13044, remains unaffected by this merger.

Bank of America, N.T. & S.A., San Francisco, CA/Bank of America, N.A., Charlotte, NC
Merger Certificate
Page 2 of 2

The OCC also authorizes the resulting bank, since the merger will occur between Call Report dates, to recalculate its legal lending limit. The new lending limit should be calculated by using data from the last Call Report of the individual banks filed prior to consummating the merger, as adjusted for the combination. The resulting bank will then file a new Call Report and begin calculating its legal lending limit according to 12 C.F.R. § 32.4(a) at the end of the quarter following consummation of the merger.

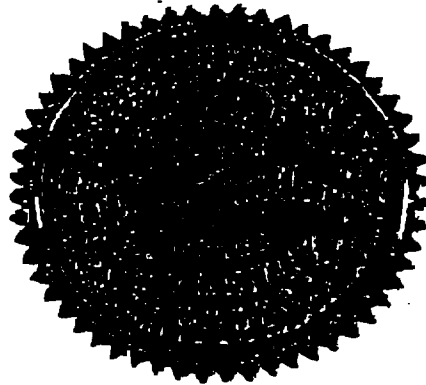
In the event of questions, please contact me at (202) 874-5060.

Sincerely,



Richard T. Erb
Licensing Manager

OCC Control Nr. 98-ML-02-045



** TOTAL PAGE.05 **