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Form PTO-1594

REC



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

(Rev. 03/01)

OMB No. 0651-0027 (exp. 5/31/2002)

102070919

Tab settings

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

1. Name of conveying party(ies):

NationsBank, National Association

4/11/02

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- Other National banking association

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

3. Nature of conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other _____

Execution Date: _____

2. Name and address of receiving party(ies)

Name: Bank of America, National Association

Internal

Address: _____

Street Address: 100 N. Tryon Street

City: Charlotte State: NC Zip: 28255

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State _____
- Other National banking association

If assigned is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designation must be a separate document from assignment)
Additional name(s) & address(es) attached? Yes No

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,454,384 and 2,450,411

Additional number(s) attached

- Yes
- No

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

Name: Miriam J. Rovner, Senior Legal Assistant

Internal Address: _____

Street Address: Goodwin Procter LLP
Exchange Place

City: Boston State: MA Zip: 02109-2881

6. Total number of applications and registrations involved: _____

2

7. Total fee (37 CFR 3.41) \$65.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

07-1700

(Attach duplicate copy of this page if paying by deposit account)

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.

Rachelle A. Kagan
Name of Person signing

Signature

4/10/02

Date

5

Total number of pages include cover sheet, attachments, and document:

06564/078806/1703/161

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

LIBC/1475576.1

TRADEMARK
REEL: 002494 FRAME: 0153

04/29/2002 LIMEILLER 00000043 2004304
01 FC:481
02 FC:482

BANK OF AMERICA, NATIONAL ASSOCIATION
CERTIFICATE OF SECRETARY

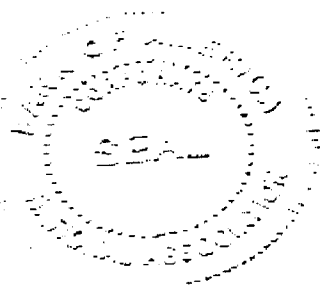
I, ALLISON L. GILLIAM, Assistant Secretary of Bank of America, National Association, a duly organized national banking association (herein the "Association"), do hereby certify that:

1. The title of NationsBank, National Association, Charter Number 14448, was changed to Bank of America, National Association effective July 5, 1999. Attached hereto is a true and correct copy of the official certification of such name change issued by the Office of the Comptroller of the Currency.

2. Bank of America, National Association, Charlotte, North Carolina, Charter Number 14448, was merged into and under the charter of Bank of America National Trust and Savings Association, San Francisco, California, Charter Number 13044, with the resulting bank title of Bank of America, National Association, Charlotte, North Carolina, Charter Number 13044, effective July 23, 1999. Attached hereto is a true and correct copy of the official certification of such merger issued by the Office of the Comptroller of the Currency.

IN WITNESS WHEREOF, I have hereupon set my hand and affixed the seal of said Association this 11th day of February, 2000.

(SEAL)



Allison L. Gilliam

Allison L. Gilliam
Assistant Secretary

**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.

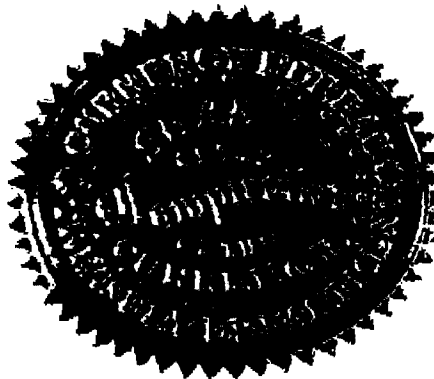
In the event of questions, please contact me at (202) 874-5060.

Sincerely,



Richard T. Erb
Licensing Manager

OCC Control Nr. 98-ML-02-045



** TOTAL PAGE.05 **