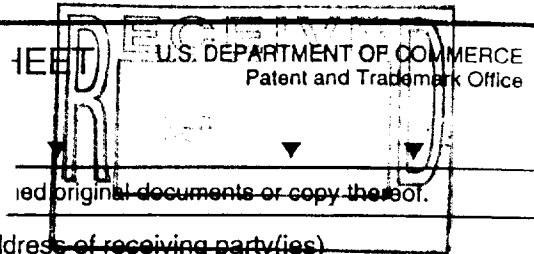


FORM PTO-1594 (Rev. 6-93) OMB No. 0651-0011 (exp. 4/94)

REC'D 9-1-99

RECC

09-07-1999



Tab settings



101136213

To the Honorable Commissioner of Patents

1. Name of conveying party(ies):

BankAmerica Corporation (DE) NationsBank Corporation (DE)

- Individual(s) Association General Partnership Limited Partnership Corporation-State Delaware Other

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: September 30, 1998

2. Name and address of receiving party(ies)

Name: BankAmerica Corporation

Internal Address:

Street Address: 101 South Tryon Street

City: Charlotte State: NC ZIP: 28255

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Delaware Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designations must be a separate document from assignment)

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

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

SEE ATTACHED SCHEDULE "A"

Additional numbers attached? Yes No

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

Name: Martha Gayle Barber, Esq. ALSTON & BIRD LLP Internal Address: P.O. Drawer 34009

Street Address: 1211 E. Morehead Street

City: Charlotte State: NC ZIP: 28234

6. Total number of applications and registrations involved:

6

7. Total fee (37 CFR 3.41).....\$ 165.00

Enclosed

Authorized to be charged to deposit account

If additional fees are needed please use

8. Deposit account number:

16-0605

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

09/03/1999 NTHAI1 00000149 1130998

DO NOT USE THIS SPACE

01 FC:481 40.00 OP 02 FC:482 125.00 OP

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.

Martha Gayle Barber Name of Person Signing

Signature

August 27, 1999 Date

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

7

SCHEDULE "A"

<u>MARK</u>	<u>REGISTRATION NO.</u>	<u>ISSUED</u>
VERSATEL	1,130,998	2-12-80
VERSATELLER	1,164,064	8-4-81
VERSATEL (Stylized)	1,164,911	8-11-81
VERSATELLER (Stylized)	1,164,912	8-11-81
VERSATEL	1,905,941	7-18-95
VERSATEL VALUES	2,228,899	3-2-99

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"BANKAMERICA CORPORATION", A DELAWARE CORPORATION,
WITH AND INTO "NATIONSBANK CORPORATION" UNDER THE NAME OF
"BANKAMERICA CORPORATION", A CORPORATION ORGANIZED AND EXISTING
UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED
IN THIS OFFICE THE THIRTIETH DAY OF SEPTEMBER, A.D. 1998, AT
10:45 O'CLOCK A.M.



2927442 8100M

991298535

A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

AUTHENTICATION: 9883187

DATE: 07-23-99

TRADEMARK
REEL: 001953 FRAME: 0439

CERTIFICATE OF MERGER

of

BANKAMERICA CORPORATION

with and into

NATIONSBANK CORPORATION

Pursuant to Section 251 of the General Corporation Law of the State of Delaware, BankAmerica Corporation, a Delaware corporation, and NationsBank Corporation, a Delaware corporation,

DO HEREBY CERTIFY:

FIRST: That the name and state of incorporation of each of the constituent corporations of the merger herein certified (the "Merger") are as follows:

<u>Name</u>	<u>State of Incorporation</u>
BankAmerica Corporation	Delaware
NationsBank Corporation	Delaware

SECOND: That an Agreement and Plan of Reorganization (the "Merger Agreement") between the parties to the Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Section 251 of the General Corporation Law of the State of Delaware.

THIRD: That the surviving corporation of the Merger is NationsBank Corporation, a Delaware corporation.

FOURTH: That the certificate of incorporation of NationsBank Corporation shall be the certificate of incorporation of the surviving corporation, except that Article 1 thereof shall be amended to read in its entirety as follows: "The name of the surviving corporation shall be BankAmerica Corporation."

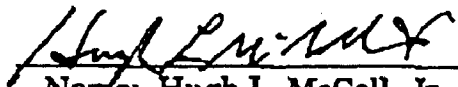
FIFTH: That the executed Merger Agreement is on file at an office of the surviving corporation. The address of this office is NationsBank Corporate Center, 100 N. Tryon St., Charlotte, North Carolina 28255.

SIXTH: That a copy of the Merger Agreement will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.

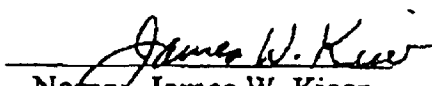
SEVENTH: That this Certificate of Merger shall be effective at 4:30 p.m. on September 30, 1998.

Dated: September 30, 1998

NationsBank Corporation

By: 
Name: Hugh L. McColl, Jr.
Title: Chairman and
Chief Executive Officer

ATTEST:

By: 
Name: James W. Kiser
Title: Secretary