

FORM PTO-1594 (Rev. 6-93)

OMB No. 0651-0011 (exp. 4/94)

REC'D 9/14/99

09-15-1999



101146398

U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office

Send original documents or copy thereof.

Tab settings

To the Honorable Commissioner of Patents

1. Name of conveying party(ies):

NationsBank Corporation

- Individual(s), Association, General Partnership, Limited Partnership, Corporation-State North Carolina, Other

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

3. Nature of conveyance:

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

Execution Date: September 25, 1998

2. Name and address of receiving party(ies)

Name: NationsBank 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:

145

7. Total fee (37 CFR 3.41): \$ 3640.00

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)

09/16/1999 DNGUYEN 00000009 1862060

DO NOT USE THIS SPACE

FC-481 40.00 OP FC-482 3600.00 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

Sept. 9, 1999

Date

15

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

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

Commissioner of Patents & Trademarks, Box Assignments

Washington, D.C. 20231

TRADEMARK

REEL: 001956 FRAME: 0144

**SCHEDULE "A"**

<b><u>MARK</u></b>	<b><u>REGISTRATION NO.</u></b>	<b><u>ISSUED</u></b>
<b>ACE &amp; Design</b>	<b>1,862,060</b>	<b>11-8-94</b>
<b>ALLPAY</b>	<b>1,909,456</b>	<b>8-1-95</b>
<b>ASB</b>	<b>1,611,534</b>	<b>8-28-90</b>
<b>ASB CAPITAL MANAGEMENT, INC.</b>	<b>1,539,572</b>	<b>5-16-89</b>
<b>BANKING WITH A GLOBAL FORCE</b>	<b>2,267,320</b>	<b>8-3-99</b>
<b>BANK OF THE SOUTH</b>	<b>1,237,647</b>	<b>5-10-83</b>
<b>BANK SOUTH</b>	<b>1,312,630</b>	<b>1-1-85</b>
<b>BANKWINDOW</b>	<b>1,478,989</b>	<b>3-1-88</b>
<b>BARNETT</b>	<b>1,644,601</b>	<b>5-14-91</b>
<b>BARNETT &amp; Design</b>	<b>2,069,161</b>	<b>6-10-97</b>
<b>BARNETT BANK</b>	<b>1,334,689</b>	<b>5-7-85</b>
<b>BARNETT CAPITAL ADVISORS.</b>	<b>2,114,736</b>	<b>11-18-97</b>
<b>BARNETT IS FLORIDA'S BANK</b>	<b>1,348,510</b>	<b>7-9-85</b>
<b>BASELINE CHECKING</b>	<b>1,502,497</b>	<b>8-30-88</b>
<b>BHELP</b>	<b>2,253,731</b>	<b>6-15-99</b>
<b>BOATMEN'S</b>	<b>1,153,377</b>	<b>5-5-81</b>
<b>BOATMEN'S HOMEQUITY</b>	<b>1,343,249</b>	<b>6-18-85</b>
<b>BOATMEN'S INVESTMENT SERVICES</b>	<b>1,305,300</b>	<b>11-13-84</b>
<b>BUYER READY</b>	<b>2,204,030</b>	<b>11-17-98</b>

<b>CASH FLOW</b>	<b>1,188,630</b>	<b>2-2-82</b>
<b>CASH FLOW PLUS</b>	<b>1,528,630</b>	<b>3-7-89</b>
<b>CASHCOLLECT</b>	<b>1,605,940</b>	<b>7-10-90</b>
<b>CASHPAY</b>	<b>1,605,941</b>	<b>7-10-90</b>
<b>CENTERRE</b>	<b>1,209,997</b>	<b>9-21-82</b>
<b>CENTRIC</b>	<b>1,336,082</b>	<b>5-14-85</b>
<b>CHECK-UP BANKING</b>	<b>2,051,218</b>	<b>4-8-97</b>
<b>CHILD CARE PLUS</b>	<b>1,628,600</b>	<b>12-18-90</b>
<b>COMO TENER UN BANQUERO EN LA FAMILIA</b>	<b>1,910,797</b>	<b>8-8-95</b>
<b>COOL CHECKING</b>	<b>2,170,883</b>	<b>7-7-98</b>
<b>CREDIT LINE</b>	<b>1,008,469</b>	<b>4-8-75</b>
<b>CREDITQUICK &amp; Design</b>	<b>1,644,604</b>	<b>5-14-91</b>
<b>CYNERGY</b>	<b>1,384,653</b>	<b>2-25-86</b>
<b>DAILY CHOICE</b>	<b>1,894,692</b>	<b>5-16-95</b>
<b>DELUXE BANKING</b>	<b>1,049,206</b>	<b>9-28-76</b>
<b>Dome Design</b>	<b>2,021,042</b>	<b>12-3-96</b>
<b>EASY (Stylized)</b>	<b>2,104,489</b>	<b>10-14-97</b>
<b>EASY L/C</b>	<b>2,025,124</b>	<b>12-24-96</b>
<b>EMPLOYEE ADVANTAGE</b>	<b>1,665,225</b>	<b>11-19-91</b>
<b>ERIN</b>	<b>2,137,916</b>	<b>2-17-98</b>
<b>EXPORTEDGE</b>	<b>1,665,240</b>	<b>11-19-91</b>
<b>EXTRA CHECKING</b>	<b>1,232,165</b>	<b>3-22-83</b>

<b>FAN CASH</b>	<b>2,161,737</b>	<b>6-2-98</b>
<b>FANCASH</b>	<b>2,141,456</b>	<b>3-3-98</b>
<b>FANTASTIC PLASTIC</b>	<b>2,092,272</b>	<b>8-26-97</b>
<b>FANTASTIC PLASTIC</b>	<b>2,161,738</b>	<b>6-2-98</b>
<b>FEEL THE MILES</b>	<b>2,211,918</b>	<b>12-15-98</b>
<b>FIRST LINE OF CREDIT</b>	<b>1,986,621</b>	<b>7-16-96</b>
<b>FRANK THE MOUSE</b>	<b>2,081,268</b>	<b>7-22-97</b>
<b>HATTERAS FUNDS</b>	<b>2,080,572</b>	<b>7-22-97</b>
<b>HEAR THE MILES</b>	<b>2,211,917</b>	<b>12-15-98</b>
<b>HOMEQUITY BOATMEN'S &amp; Design</b>	<b>1,359,647</b>	<b>9-10-85</b>
<b>HOMETOWN HOPEFULS</b>	<b>1,981,618</b>	<b>6-18-96</b>
<b>IDEAS FOR THE WAY YOU LIVE</b>	<b>2,117,731</b>	<b>12-2-97</b>
<b>IMPORTEDGE</b>	<b>1,985,130</b>	<b>7-9-96</b>
<b>INTELLIBROKER</b>	<b>2,062,259</b>	<b>5-13-97</b>
<b>INVESTORS RESERVE</b>	<b>1,634,344</b>	<b>2-5-91</b>
<b>Miscellaneous Design</b>	<b>1,213,467</b>	<b>10-19-82</b>
<b>Blue Chip Design</b>	<b>1,171,596</b>	<b>9-29-81</b>
<b>MNC FINANCIAL</b>	<b>1,463,081</b>	<b>10-27-87</b>
<b>MODEL BANKING</b>	<b>2,120,250</b>	<b>12-9-97</b>
<b>MORTGAGE ADVANTAGE</b>	<b>1,620,374</b>	<b>10-30-90</b>
<b>NATIONS CREDIT</b>	<b>1,870,786</b>	<b>12-27-94</b>
<b>NATIONS FUND D.I.A.L.</b>	<b>2,037,537</b>	<b>2-11-97</b>

<b>NATIONS FUND DIRECT</b>	<b>2,035,990</b>	<b>2-4-97</b>
<b>NATIONS FUND PERSONAL INVESTMENT PLANNER</b>	<b>2,041,032</b>	<b>2-25-97</b>
<b>NATIONS FUND PORTFOLIO</b>	<b>2,144,910</b>	<b>3-17-98</b>
<b>NATIONS FUNDS &amp; Design</b>	<b>1,766,925</b>	<b>4-20-93</b>
<b>NATIONS FUNDS FUNDAMENTAL MUTUAL INSIGHT</b>	<b>2,169,841</b>	<b>6-30-98</b>
<b>NATIONS' CARE</b>	<b>2,103,701</b>	<b>10-7-97</b>
<b>NATIONSBANC</b>	<b>2,251,512</b>	<b>6-8-99</b>
<b>NATIONSBANC INVESTMENTS</b>	<b>2,159,578</b>	<b>5-19-98</b>
<b>NATIONSBANC INVESTMENTS, INC. FOCUS</b>	<b>2,181,856</b>	<b>8-18-98</b>
<b>NATIONSBANK</b>	<b>1,688,466</b>	<b>5-19-92</b>
<b>NATIONSBANK</b>	<b>2,199,561</b>	<b>10-27-98</b>
<b>NATIONSBANK</b>	<b>1,976,832</b>	<b>5-28-96</b>
<b>NATIONSBANK ADVANTAGE</b>	<b>2,006,839</b>	<b>10-8-96</b>
<b>NATIONSBANK ADVANTAGE FOR SENIORS</b>	<b>2,006,840</b>	<b>10-8-96</b>
<b>NATIONSBANK AT WORK</b>	<b>2,044,660</b>	<b>3-11-97</b>
<b>NATIONSBANK BUSINESS CREDIT LINE</b>	<b>2,082,301</b>	<b>7-22-97</b>

<b>NATIONSBANK CASH CARD</b>	<b>2,062,232</b>	<b>5-13-97</b>
<b>NATIONSBANK CHECKCARD</b>	<b>1,874,822</b>	<b>1-17-95</b>
<b>NATIONSBANK CREDITLINES</b>	<b>2,067,760</b>	<b>6-3-97</b>
<b>NATIONSBANK CUSTOM SAVINGS</b>	<b>2,053,154</b>	<b>4-15-97</b>
<b>NATIONSBANK CUSTOMER CONNECTION</b>	<b>2,157,158</b>	<b>5-12-98</b>
<b>NATIONSBANK EQUITY BUILDER MORTGAGE</b>	<b>1,996,096</b>	<b>8-20-96</b>
<b>NATIONSBANK EQUITY CREDITLINE</b>	<b>2,035,989</b>	<b>2-4-97</b>
<b>NATIONSBANK EXPRESS ACCOUNT</b>	<b>2,058,164</b>	<b>4-29-97</b>
<b>NATIONSBANK GROUP BANKING</b>	<b>2,056,043</b>	<b>4-22-97</b>
<b>NATIONSBANK PERSONAL CREDITLINE</b>	<b>2,051,210</b>	<b>4-8-97</b>
<b>NATIONSBANK PREMIUM CREDITLINE</b>	<b>2,030,745</b>	<b>1-14-97</b>
<b>NATIONSBANK PRIVATE CLIENT GROUP</b>	<b>2,142,904</b>	<b>3-10-98</b>
<b>NATIONSBANK PRIVATE INVESTMENTS</b>	<b>2,192,871</b>	<b>9-29-98</b>
<b>NATIONSBANK SELECT</b>	<b>1,922,429</b>	<b>9-26-95</b>
<b>NATIONSBANK SENIOR ECONOMY CHECKING</b>	<b>1,998,716</b>	<b>9-3-96</b>
<b>NATIONSBANK STUDENT BANKING</b>	<b>2,010,754</b>	<b>10-22-96</b>

<b>NATIONSBANK TAXSMART PREMIUM CREDITLINE</b>	<b>2,059,896</b>	<b>5-6-97</b>
<b>NATIONSBANK TRUST SOLUTIONS PERSONAL PORTFOLIO</b>	<b>2,154,259</b>	<b>4-28-98</b>
<b>NATIONSCREDIT</b>	<b>2,184,421</b>	<b>8-25-98</b>
<b>NATIONSLINK</b>	<b>2,087,713</b>	<b>8-12-97</b>
<b>NATIONSSECURITIES</b>	<b>2,107,526</b>	<b>10-21-97</b>
<b>NATIONSSECURITIES PERSONAL INVESTMENT ACCOUNT</b>	<b>1,921,156</b>	<b>9-19-95</b>
<b>NCNB</b>	<b>989,408</b>	<b>7-30-74</b>
<b>NUCREDIT</b>	<b>2,014,800</b>	<b>11-12-96</b>
<b>ONE 1 CARD</b>	<b>1,292,523</b>	<b>8-28-84</b>
<b>OPEN TO NEW IDEAS SEVEN DAYS A WEEK</b>	<b>2,065,370</b>	<b>5-27-97</b>
<b>OPPORTUNITYLINE</b>	<b>1,658,494</b>	<b>9-24-91</b>
<b>OPTION TWENTY FOUR</b>	<b>1,207,498</b>	<b>9-7-82</b>
<b>OPTION TWENTY-FOUR</b>	<b>1,294,890</b>	<b>9-11-84</b>
<b>OPTIONS PLUS</b>	<b>1,886,282</b>	<b>3-28-95</b>
<b>PB PRIVATE BANKING &amp; Design</b>	<b>1,323,698</b>	<b>3-5-85</b>
<b>PLASTIC CHECK</b>	<b>1,178,468</b>	<b>11-17-81</b>
<b>PREFERRED INVESTMENT ACCOUNT</b>	<b>2,021,524</b>	<b>12-3-96</b>
<b>PREFERRED OPTIONS</b>	<b>1,924,078</b>	<b>10-3-95</b>
<b>PREMIUM OPTIONS</b>	<b>1,924,079</b>	<b>10-3-95</b>

<b>PRO BUSINESS BANKING</b>	<b>2,124,510</b>	<b>12-23-97</b>
<b>PUSH BUTTON BANKING</b>	<b>2,151,292</b>	<b>4-14-98</b>
<b>REALEASE</b>	<b>1,935,929</b>	<b>11-14-95</b>
<b>REELBOX</b>	<b>2,086,554</b>	<b>8-5-97</b>
<b>REPO PLUS</b>	<b>1,850,867</b>	<b>8-23-94</b>
<b>RUNNING ON EMPTY</b>	<b>2,070,869</b>	<b>6-10-97</b>
<b>S.W.I.F.T.</b>	<b>2,073,757</b>	<b>6-24-97</b>
<b>SELECTLINE</b>	<b>1,103,202</b>	<b>9-26-78</b>
<b>SENIOR PARTNERS</b>	<b>1,334,688</b>	<b>5-7-85</b>
<b>SMALL BUSINESS EASY LINK &amp; Design</b>	<b>2,096,535</b>	<b>9-16-97</b>
<b>SMELL THE MILES</b>	<b>2,215,496</b>	<b>12-29-98</b>
<b>SOVRAN</b>	<b>1,319,830</b>	<b>2-12-85</b>
<b>SOVRAN CREDIT CORPORATION</b>	<b>1,319,828</b>	<b>2-12-85</b>
<b>SOVRAN FINANCIAL CORPORATION</b>	<b>1,313,858</b>	<b>1-8-85</b>
<b>SP (Stylized)</b>	<b>1,335,896</b>	<b>5-14-85</b>
<b>Steamboat Design</b>	<b>1,098,326</b>	<b>8-1-78</b>
<b>SUNRISE STATEMENT</b>	<b>2,052,365</b>	<b>4-15-97</b>
<b>SUPER CARD</b>	<b>1,525,571</b>	<b>2-21-89</b>
<b>SUPER FAST BANKING</b>	<b>2,051,049</b>	<b>4-8-97</b>
<b>SUPER TELLER</b>	<b>1,551,245</b>	<b>8-8-89</b>
<b>SUPERPAY</b>	<b>1,894,693</b>	<b>5-16-95</b>



<b>SURE-THING CD</b>	<b>1,663,640</b>	<b>11-5-91</b>
<b>SWIFT NB &amp; Frank the Mouse Design</b>	<b>2,069,568</b>	<b>6-10-97</b>
<b>TASTE THE MILES</b>	<b>2,211,916</b>	<b>12-15-98</b>
<b>TAXSMART</b>	<b>1,643,891</b>	<b>5-7-91</b>
<b>THE CAPITOL MUTUAL FUNDS</b>	<b>2,080,925</b>	<b>7-22-97</b>
<b>THE FINANCIAL EDGE</b>	<b>1,160,906</b>	<b>7-14-81</b>
<b>THE POWER TO MAKE A DIFFERENCE</b>	<b>1,850,028</b>	<b>8-16-94</b>
<b>TRADESTREET INVESTMENT ASSOCIATES</b>	<b>2,045,122</b>	<b>3-11-97</b>
<b>WORLD CARD</b>	<b>1,408,880</b>	<b>9-9-86</b>
<b>YOUR BANK FOR LIFE</b>	<b>1,947,978</b>	<b>1-16-96</b>

State of Delaware  
Office of the Secretary of State

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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:

"NATIONSBANK CORPORATION", A NORTH CAROLINA CORPORATION, WITH AND INTO "NATIONSBANK (DE) CORPORATION" UNDER THE NAME OF "NATIONSBANK CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-FIFTH DAY OF SEPTEMBER, A.D. 1998, AT 11:15 O'CLOCK A.M.



2927442 8100M

991298530

Handwritten signature of Edward J. Freel in cursive script.

Edward J. Freel, Secretary of State

AUTHENTICATION: 9882896

DATE: 07-23-99

TRADEMARK  
REEL: 001956 FRAME: 0153

**CERTIFICATE OF MERGER**

**of**

**NATIONSBANK CORPORATION**

**with and into**

**NATIONSBANK (DE) CORPORATION**

Pursuant to Section 252 of the General Corporation Law of the State of Delaware ("Section 252"), NationsBank Corporation, a North Carolina corporation ("NationsBank"), and NationsBank (DE) Corporation, a Delaware corporation ("NationsBank (DE)"),

DO HEREBY CERTIFY:

FIRST: That the name and state of incorporation of each of the constituent corporations of the merger herein certified is as follows:

<u>Name</u>	<u>State of Incorporation</u>
NationsBank Corporation	North Carolina
NationsBank (DE) Corporation	Delaware

SECOND: That an agreement of merger (the "Plan of Reincorporation Merger") between the parties to the merger herein certified (the "Merger") has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Section 252 of the General Corporation Law of the State of Delaware.

THIRD: That the surviving corporation of the Merger is NationsBank (DE) Corporation, Delaware corporation.

FOURTH: That the Certificate of Incorporation of the surviving corporation shall be the Certificate of Incorporation of NationsBank (DE) Corporation, except that Article 1 thereof shall be amended to read in full as follows: "The name of the Corporation is NationsBank Corporation."

FIFTH: That the executed Plan of Reincorporation Merger 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 Plan of Reincorporation Merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.

**SEVENTH:** That the authorized capital stock of NationsBank Corporation is 1,250,000,000 shares of common stock, without par value, and 45,000,000 share of preferred stock, without par value.

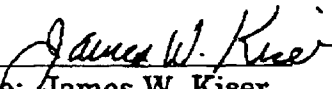
**EIGHTH:** That this Certificate of Merger shall be effective at 4:30 p.m. on September 25, 1998.

Dated: September 25, 1998

NationsBank (DE) Corporation

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

ATTEST:

By:   
Name: James W. Kiser  
Title: Secretary