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## RETURN ADDRESS:

U.S. Bank National Association Attn: Lisa Bessler, MPFP2804 601 Second Ave. S. P.O. Box A512 Minneapolis, MN 55402 FILED TO BE RECORD SKAMEN US BANKASH BY US BANK SEP IN 3 47 FT '99 GARY II. OLSON

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Comptroller of the Currency Administrator of National Banks

Washington, DC 20219

## CERTIFICATE

I, John D. Hawke Jr., Comptroller of the Currency, do hereby certify that the document hereto attached is a true and complete copy of the Merger certificate recorded in this Office, evidencing the F richase and Assumption of certain assets and certain liabilities of Northwest National Bank, Vancouver, Washington by U. S. Bank National Association, Minneapolis, Minnesota, effective as of March 13, 1999. The resulting bank title is "U. S. Bank National Association," and the Charter Number is 13405.

IN TESTIMONY WHEREOF, I have hereunto subscribed my name and caused the seal of the Office of the Comptroller of the Currency to be affixed to these presents at the Treasury Department, in the City of Washington and District of Columbia, this 5th day of April, 1999.





John W. Hawke, Comptroller of the Currency

STATE OF MINNES 1TA, COUNTY OF HER., C Certified to be a true and correct copy of the original on tile and of record in my office JUN 10 4 1999 MICHAEL H. CUNNIFF. COUNTY RECORD

By Miller

Dep



Comptroller of the Currency Administrator of National Banks

Mid. stern District Office 234. Grand Rivd., Suite 700 Kansas City, Missouri 64108-2625

March 15, 1999

Ms. Karen J. Canon Corporate Counsel U.S. Bancorp, U.S. Bank Place 601 Second Avenue South Minneapolis, Minnesota 55402

Dear Ms. Canon:

This is the official certification of the Office of the Comptroller of the Currency (OCC) to purchase certain assets and certain liabilities of Northwest National Bank, Vancouver, Washington by U.S. Bank National Association, Minneapolis, Minnesota, effective as of March 13, 1999. The resulting bank title is "U.S. Bank National Association" and Charter Number is 13405.

This is also the official authorization given to U.S. Bank National Association to operate the branches of the target institution. Branches of a national bank target are not listed since they are automatically carried over to the resulting bank and retain their current thranch numbers. If a branch is closed, a 90-day advance notice of the proposed branch closing be submitted to the OCC pursuant to 12 USC 1831r-1. Following the expiration of the 90-day actification period, a copy of this authorization must be surrendered. Additionally, if a branch is sold, a copy of the branch authorization should be surrendered to the OCC.

The bank should change its legal lending limit calculation as of March 13, 1999.

Sincerely,

Ellen Tanner Shepherd
Licensing Manager