BOOK 193 PAGE 170

RETURN ADDRESS:

U.S. Bank National Association Attn: Lisa Bessler, MrFP2804 601 Second Ave. S. P.O. Box A512 Minneapolis, MN 55402 SEP 14 4 10 PM '99

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BOOK 193 PAGE 171 7121532

Comptroiler 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 ar ached is a true and complete copy of the Merger certificate recorded in this Office, evidencing the Merger of Northwest National Bank, Vancouver, Washington, (Charter No. 16523) into U. S. Bank National Association, Minneapolis, Minnesota, effective as of May 7, 1999. The resulting bank title is "U. S. Bank National Association," Minneapolis, Minnesota, (Charter No. 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 24th day of May, 1999.

John D. Hawke.)

STATE OF MINNESOTA, COUNTY OF HENNEPIN Cartified to be a line and correct copy of the original on file and of record in my office

MICHAEL H. CUNNIFF. COUNTY RECORDER

By M7 Eyeu

- Deputy



Comptroller of the Currency Administrator of National Banks

Midwestern District Office 2345 Grand Blvd., Suite 700 Kansas City, Missouri 64108-2625

May 12, 1999

Ms. Karen J. Canon Corporate Counsel US Bancorp. U.S. Bank Place, MPFP2802 601 Second Avenue South Minneapolis, Minnesota 55402-4302

Dear Ms. Canon:

This is the official certification of the Office of the Comptroller of the Currency (OCC) to merge Northwest National Bank, Vancouver, Washington (Charter No. 16523) into U.S. Bank National Association, Minneapolis, Minnesota, effective as of May 7, 1999. The resulting bank title is "U.S. Bank National Association" and Charter Number is 13405.

The bank should change its legal lending limit calculation as of May 7, 1999.

Janne Shipherd

Sincerely,

Ellen Tanner Shepherd Licensing Manager