AFFIDAVIT OF NAME CHANGE

STATE OF IOWA
COUNTY OF POLK

William A. Wishman, being first duly sown upon oath, deposes and says:

1. That he is the Senior Vice President/Cashier of Firstar Bank Des Moines, National Association (the "Bank") which has its principal place of business in Des Moines, Iowa, and that he has been duly elected and qualified and is presently serving in that capacity in accordance with the bylaws of the Bank.

2. That a copy of the shareholder resolution amending the Articles of Association of Valley National Bank, from "Valley National Bank" to "Firstar Bank Des Moines, National Association" was filed with the United States Comptroller of the Currency on May 28, 1991. Said resolution is found below as Exhibit A.

3. That effective June 3, 1991, Valley National Bank is known as Firstar Bank Des Moines, National Association.

4. That this affidavit is given for the purpose of evidencing the name change of Valley National Bank to Firstar Bank Des Moines, National Assocation effective June 3, 1991.

William A. Wishman,
Senior Vice President/Cashier

Subscribed and sworn to before me this 24th day of June, 1991.

JANET K. OLSON
Notary Public, Polk County, Iowa
My Commission expires 7-3-92

JANET K. OLSON
Polk County, Iowa
NOTARIAL SEAL

EXHIBIT A

CERTIFICATE OF SHAREHOLDER'S ACTION

1. I hereby certify that I am a Senior Vice President of Valley National Bank, located in Des Moines, State of Iowa, and that I have been appointed and am presently serving in that capacity in accordance with the bylaws of the Association.

2. I further certify that the consent action of the sole shareholder of Valley National Bank attached hereto is presently in full force and effect and has not been revoked or rescinded as of the date hereof.

In witness hereof, I have hereupon set the seal of this Assocation this 23rd day of May, 1991.

[SEAL OF BANK]

William A. Wishman
Senior Vice President

FILE No. 103-3012
RECORDING FEE $ 10.00
TRANSFER FEE $

FILED FOR RECORD THE 17 DAY OF June 19 91 AT 11:09 O'CLOCK A. M. BOOK 16 PAGE 339

STATE OF IOWA, DELAWARE COUNTY
Joan Sheppard, Recorder
Aff.

VALLEY NATIONAL BANK

CONSENT ACTION OF THE SOLE SHAREHOLDER

The undersigned Iowa corporation, being the sole shareholder of Valley National Bank, a national banking association (the "Association"), does hereby waive any and all required notice in connection with the action taken pursuant hereto and does hereby consent to the adoption of and hereby adopts the following resolutions with the same effect as though adopted at a special shareholder's meeting duly called and held:

RESOLVED, that the Articles of Association of the Association be amended in that Article First shall henceforth read as follows:

"FIRST. The title of this Association shall be Firstar Bank Des Moines, National Association."

RESOLVED, that the appropriate officers of the Association are hereby authorized and directed to take such other actions as are necessary and consistent with these resolutions to effect their implementation.

RESOLVED, that this change shall become effective upon the later of June 1, 1991, or the completion of all necessary corporate and regulatory action to make such a change.

BE IT FURTHER RESOLVED, that any and all actions taken by the directors or officers of the Association, in the past or in the future, in connection with effecting the change of the Association's name are hereby adopted, ratified and approved.

Dated as of the 10th day of May, 1991.

FIRSTAR CORPORATION OF IOWA

By: _____

Attest: _____

9110114.RES/BOI