



THE MARKET

U.S. Bank is the principal subsidiary of U.S. Bancorp, the eighth-largest financial holding company in the United States. U.S. Bank serves more than 10 million customers, principally through more than 2,100 full-service branch offices in its 24-state primary footprint; additional specialized loan, trust, and brokerage offices across the country; more than 4,600 ATMs; telephone banking; and Internet banking. From the Midwest to the West Coast, from the Great Plains to the Pacific Northwest, U.S. Bank operates in an industry that is increasingly competitive — among banks and nonbanks — and in an era of accelerating consolidation and convergence.

ACHIEVEMENTS

In an industry in which competitors distinguish themselves with the service they offer, only U.S. Bank guarantees outstanding customer service by every business line and every employee for every transaction every day. The exclusive U.S. Bank *Five Star Service Guarantee* ensures specific performance standards that reflect customer expectations for quality, responsiveness, accuracy, and availability. The goal of the *Five Star Service Guarantee* is to bring customers the highest level of service they have ever experienced from a financial institution. Each department and line of business at U.S. Bank has a customized guarantee for its external and internal customers — more than 80 guarantees in all. Each quarter, a select few employees who exemplify outstanding service qualify for induction into the U.S. Bank *Circle of Service Excellence*. The inductees are honored with a number of recognition events and financial rewards.

U.S. Bank is a leader in assuring that its financial services and communications are easily accessible to the Hispanic population in its market areas. Launched in July 2001, U.S. Bank's Hispanic initiative centers around three core objectives: to increase the number of Spanish-speaking Hispanic employees in the branches and throughout the company, to become even more involved in Hispanic organizations locally and nationally, and to develop and communicate "best in class" financial products and services that meet the distinct needs of Hispanics. U.S. Bank partners with the Consulate of Mexico, the United States Hispanic Chamber of Commerce, the National Council of La Raza, and the Latin Business Association, among other organizations.

Along with other materials that it publishes and distributes in Spanish, U.S. Bank has launched *espanol@usbank.com*, a Spanish Internet site that includes product information and the capability to apply for accounts online.

HISTORY

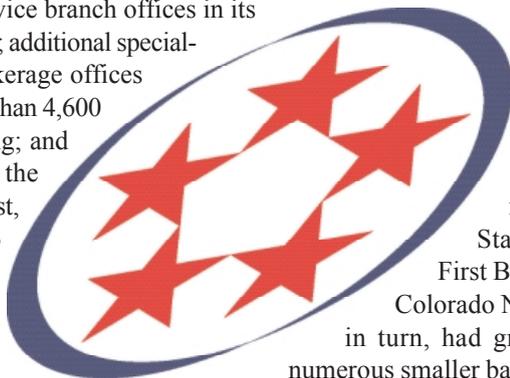
Today's U.S. Bank was forged during the 1990s from the combination of several excellent major regional banks, including Star Bank, Firststar, Mercantile, First Bank System, U.S. Bank, and Colorado National Bank. Those banks, in turn, had grown from the mergers of numerous smaller banks throughout the years. In the eastern part of the franchise, U.S. Bank traces some of its earliest roots to 1853 when Farmers and Millers Bank in Milwaukee opened its doors, growing into the First National Bank of Milwaukee and eventually becoming First Wisconsin and ultimately Firststar. In St. Louis,

State Savings Institution, with just \$8,500 in capital and one teller, opened in St. Louis in 1855, later to become part of the Mercantile Trust Company, the forerunner of Mercantile Bancorporation. In Cincinnati, The First National Bank of Cincinnati opened for business in 1863 under National Charter #24 with the boom of Civil War cannons firing just across the Ohio, but it survived through many more decades to grow into Star Bank. About this same time, The First National Bank of St. Paul was chartered in 1864. A year later, The First National Bank of Minneapolis received its charter. These two First Nationals formed a holding company in early 1929, known as First Bank Stock Corporation, and they kept that name until 1968 when they became First Bank System. Across the Rocky Mountains in 1891, several prominent business leaders received a charter for The United States National Bank of Portland, Oregon, a *de novo* banking company.

From their largely unremarkable beginnings, these banks thrived as independent entities, each growing into a respected force (and usually the largest commercial bank) in their respective marketplaces. As opportunities arose, each participated in in-market mergers and acquisitions during the early decades of the 20th century and in more widespread expansions during the 1980s and 1990s — including the 1993 transaction that brought Colorado National Bank in Denver into the First Bank System, and West One Bancorp of Boise, Idaho, coming into the original U.S. Bancorp in 1995.

Of particular note, in 1902 the U.S. National Bank of Portland was merged into the Ainsworth National Bank of Portland, but kept the U.S. National Bank name. The decision turned out to be an auspicious one, as a 1913 federal law prohibited other banks from using "United States" in their names from that time forward. U.S. National was among the first banks to form a bank holding company — called U.S. Bancorp.

Since 1988 alone, mergers with and acquisitions of more than 50 banks, large and small, have helped form today's U.S. Bank. During the 1990s, Star, Firststar, and Mercantile merged to become



the new Firststar, and First Bank System and U.S. Bancorp combined as U.S. Bancorp. On February 27, 2001, Firststar and U.S. Bancorp became today's new U.S. Bancorp.

THE PRODUCT

U.S. Bancorp and its subsidiaries, including U.S. Bank, provide a comprehensive selection of premium financial products and services to individuals, businesses, nonprofit organizations, institutions, and government entities. U.S. Bank products and services are distributed primarily through five major lines of business.

Consumer Banking delivers products and services to the broad consumer market and small businesses, and encompasses community banking, metropolitan banking, small business banking, consumer lending, mortgage banking, workplace banking, student banking, 24-hour banking, and investment products and insurance sales.

Wholesale Banking offers lending, depository, treasury management, and other financial services to middle-market, large corporate, and public-sector clients.

Payment Services includes consumer and business credit cards, corporate and purchasing card services, consumer lines of credit, ATM processing, merchant processing, and debit cards.

Private Client, Trust, and Asset Management provides mutual fund processing services, trust, private banking, and financial advisory services through four businesses, including the Private Client Group, Corporate Trust, Institutional Trust and Custody, and Mutual Fund Services, LLC. The business segment also offers investment management services to several client segments,

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You'll not only save on fees, you'll receive additional services that make it easier and more convenient for you to efficiently manage your money. That means you can spend less time on banking and more time running your business.

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including mutual funds, institutional customers, and private asset management.

Capital Markets engages in equity and fixed-income trading activities through a network of brokerage offices, offering investment banking and underwriting services for corporate and public-sector customers and regionally based businesses.

RECENT DEVELOPMENTS

Through a new program called Checking That Pays, U.S. Bank is rewarding its customers for

using their checking accounts. The program pays customers up to 1 percent of the amount of total purchases made with their U.S. Bank check card. U.S. Bank is the only bank in the country to offer Checking That Pays.

Gomez ranks U.S. Bank's *usbank.com* Web site in the elite top ten among financial institutions that provide Internet banking. Gomez is an Internet quality measurement group that analyzes the online customer experience at various Web sites. The ranking is a testament to the research and enhancement that U.S. Bank has implemented and offered its online customers.

U.S. Bancorp, through its predecessor companies, has increased its annual dividend rate in each of the past 30 years and has paid a dividend for 139 consecutive years. The most recent increase in the U.S. Bancorp common share dividend was announced on March 13, 2002.

In August 2002, U.S. Bank announced an agreement to acquire the corporate trust business of State Street Corporation. This transaction clearly established U.S. Bank as a leader in the corporate trust industry — the largest trustee in the area of municipal finance and the third largest in new corporate bond issuances and structured finance.

PROMOTION

U.S. Bank is always looking for channels to market the U.S. Bank brand in a way that raises the bank's reputation and status in the communities it serves. Also, U.S. Bank strives to enhance the brand's value by ensuring a positive personal experience for every customer, prospect, and community. The U.S. Bank brand is promoted continuously through a broad range of standard media channels including television, radio, newspaper, magazine, direct mail, and outdoor advertising; numerous sponsorships and events across the country; corporate giving and employee volunteerism; and programs that foster economic and community development. Equally important, U.S. Bank employees embody the brand through the service they provide to customers.

BRAND VALUES

Outstanding customer service is so fundamental a brand value that U.S. Bank employees, including the CEO, wear lapel pins with the inscription "Service Guaranteed," a visible symbol of the bank's commitment. The U.S. Bank *Five Star Service Guaranteed* brand communicates two key values: commitment to serving customers across the United States, and commitment to outstanding customer service. Both are critical, understandable, and deliverable benefits for virtually all



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The more you use it, the more that you can earn. Over a year, it can add up to hundreds of dollars. So start cashing in every time you pay the tab. To sign up, stop by any convenient U.S. Bank location call 1-800-720-BANK or visit us at usbank.com.

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consumers in the financial marketplace.

The appearance of the brand reflects the way U.S. Bank does business with its customers: direct, clear, and specific about the brand promise and the scope of the bank's capability. The solid, stable shape of the U.S. shield element illustrates the company's solid performance and stability, important factors when a consumer or corporation is choosing a financial partner.

At the same time, the sleek *Five Star Service Guaranteed* line and circle of stars communicates the commitment to service and the bank's progressive and innovative approach to doing business.

The bright, bold red, white, and blue of the bank's logo clearly underscores the company name, as well as the bank's pride in being part of the American financial services industry. The logo reflects U.S. Bank's recognition of the importance of banks in the nation's economic system.

THINGS YOU DIDN'T KNOW ABOUT U.S. BANK

- U.S. Bancorp operates under the second-oldest continuous national charter, originally Charter #24, granted during Abraham Lincoln's administration in 1863 following the passage of the National Banking Act. Earlier charters have expired as banks were closed or acquired, raising U.S. Bank from #24 to #2.
- U.S. Bank has full-service branch offices in more states than any other bank.
- U.S. Bank helped to finance Charles Lindbergh's historic flight across the Atlantic.
- U.S. Bank is the fifth-largest check processor in the nation, handling 4 billion paper checks annually at 12 processing sites. The bank's air and ground courier fleet moves 15 million checks each day.