

**Statement Under Oath Of Principal Executive Officer And Principal Financial Officer
Regarding Facts And Circumstances Relating To Exchange Act Filings**

I, Jerry A. Grundhofer, principal executive officer of U.S. Bancorp, state and attest that:

(1) To the best of my knowledge, based upon a review of the covered reports of U.S. Bancorp, and, except as corrected or supplemented in a subsequent covered report:

- no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
- no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).

(2) I have reviewed the contents of this statement with U.S. Bancorp's Audit Committee.

(3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":

- Annual Report on Form 10-K of U.S. Bancorp filed on February 28, 2002;
- all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of U.S. Bancorp filed with the Commission subsequent to the filing of the Form 10-K identified above; and
- any amendments to any of the foregoing.



Jerry A. Grundhofer
Chief Executive Officer

Date: August 7, 2002

Subscribed and sworn to before
me this 7th day of
August, 2002.



Notary Public

My commission Expires:

Jan. 31, 2005



**Statement Under Oath Of Principal Executive Officer And Principal Financial Officer
Regarding Facts And Circumstances Relating To Exchange Act Filings**

I, David M. Moffett, principal financial officer of U.S. Bancorp, state and attest that:

- (1) To the best of my knowledge, based upon a review of the covered reports of U.S. Bancorp, and, except as corrected or supplemented in a subsequent covered report:
- no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
 - no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).
- (2) I have reviewed the contents of this statement with U.S. Bancorp's Audit Committee.
- (3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":
- Annual Report on Form 10-K of U.S. Bancorp filed on February 28, 2002;
 - all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of U.S. Bancorp filed with the Commission subsequent to the filing of the Form 10-K identified above; and
 - any amendments to any of the foregoing.

David M. Moffett
David M. Moffett
Chief Financial Officer

Date: August 7th / 2002

Subscribed and sworn to before
me this 7th day of
August, 2002.

Tracy J. Knewton
Notary Public

My commission Expires:

Jan. 31, 2005

