# SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

# FORM T-1

# STATEMENT OF ELIGIBILITY UNDER THE TRUST INDENTURE ACT OF 1939 OF A CORPORATION DESIGNATED TO ACT AS TRUSTEE

□ Check if an Application to Determine Eligibility of a Trustee Pursuant to Section 305(b)(2)

# U.S. BANK NATIONAL ASSOCIATION

(Exact name of Trustee as specified in its charter)

31-0841368
I.R.S. Employer Identification No.

800 Nicollet Mall Minneapolis, Minnesota (Address of principal executive offices)

55402 (Zip Code)

Linda E. Garcia
U.S. Bank National Association
190 S. LaSalle Street
Chicago, IL 60603
(312) 332-6781
(Name, address and telephone number of agent for service)

H & R BLOCK INC.

(Issuer with respect to the Securities)

Missouri

(State or other jurisdiction of incorporation or organization)

44-0607856 (I.R.S. Employer Identification No.)

One H & R Block Way Kansas City, Missouri (Address of Principal Executive Offices)

64105 (Zip Code)

BLOCK FINANCIAL LLC (Issuer with respect to the Securities)

Delaware (State or other jurisdiction of incorporation or organization) 52-1781495 (I.R.S. Employer Identification No.)

One H & R Block Way Kansas City, Missouri (Address of Principal Executive Offices)

64105 (Zip Code)

DEBT SECURITIES
GUARANTEES OF DEBT SECURITIES

#### FORM T-1

- **Item 1. GENERAL INFORMATION.** Furnish the following information as to the Trustee.
  - a) Name and address of each examining or supervising authority to which it is subject.

Comptroller of the Currency Washington, D.C.

b) Whether it is authorized to exercise corporate trust powers.

Yes

**Item 2. AFFILIATIONS WITH OBLIGOR.** If the obligor is an affiliate of the Trustee, describe each such affiliation.

None

Items 3-15 Pursuant to General Instruction B of the Form T-1, no responses are included for Items 3-15 of this Form T-1 because, to the best of the Trustee's knowledge, the obligor or the guarantor is not in default under any Indenture for which the Trustee acts as Trustee and the Trustee is not a foreign trustee as provided under Item 15.

- **Item 16.** LIST OF EXHIBITS: List below all exhibits filed as a part of this statement of eligibility and qualification.
  - 1. A copy of the Articles of Association of the Trustee.\*
  - 2. A copy of the certificate of authority of the Trustee to commence business, attached as Exhibit 2.
  - 3. A copy of the certificate of authority of the Trustee to exercise corporate trust powers, attached as Exhibit 3.
  - 4. A copy of the existing bylaws of the Trustee.\*\*
  - 5. A copy of each Indenture referred to in Item 4. Not applicable.
  - 6. The consent of the Trustee required by Section 321(b) of the Trust Indenture Act of 1939, attached as Exhibit 6.
  - 7. Report of Condition of the Trustee as of June 30, 2015 published pursuant to law or the requirements of its supervising or examining authority, attached as Exhibit 7.
- \* Incorporated by reference to Exhibit 25.1 to Amendment No. 2 to registration statement on S-4, Registration Number 333-128217 filed on November 15, 2005.
- \*\* Incorporated by reference to Exhibit 25.1 to registration statement on form S-3ASR, Registration Number 333-199863 filed on November 5, 2014.

#### SIGNATURE

Pursuant to the requirements of the Trust Indenture Act of 1939, as amended, the Trustee, U.S. BANK NATIONAL ASSOCIATION, a national banking association organized and existing under the laws of the United States of America, has duly caused this statement of eligibility and qualification to be signed on its behalf by the undersigned, thereunto duly authorized, all in the City of Chicago, State of Illinois on the 25th of September, 2015.

By: /s/ Linda E. Garcia Linda E. Garcia Vice President

Washington, DC 20219

#### CERTIFICATE OF CORPORATE EXISTENCE

- I, Thomas J. Curry, Comptroller of the Currency, do hereby certify that:
- The Comptroller of the Currency, pursuant to Revised Statutes 324, et seq, as amended, and 12 USC 1, et seq, as amended, has possession, custody, and control of all records pertaining to the chartering, regulation, and supervision of all national banking associations.
- "U.S. Bank National Association," Cincinnati, Ohio (Charter No. 24), is a
  national banking association formed under the laws of the United States and is
  authorized thereunder to transact the business of banking on the date of this
  certificate.

IN TESTIMONY WHEREOF, today,
July 3, 2015, I have hereunto subscribed
my name and caused my seal of office to
be affixed to these presents at the U.S.
Department of the Treasury, in the City
of Washington, District of Columbia.



Comptroller of the Currency

Washington, DC 20219

# CERTIFICATION OF FIDUCIARY POWERS

- I, Thomas J. Curry, Comptroller of the Currency, do hereby certify that:
- 1. The Office of the Comptroller of the Currency, pursuant to Revised Statutes 324, et seq, as amended, and 12 USC 1, et seq, as amended, has possession, custody, and control of all records pertaining to the chartering, regulation, and supervision of all national banking associations.
- 2. "U.S. Bank National Association," Cincinnati, Ohio (Charter No. 24), was granted, under the hand and seal of the Comptroller, the right to act in all fiduciary capacities authorized under the provisions of the Act of Congress approved September 28, 1962, 76 Stat. 668, 12 USC 92a, and that the authority so granted remains in full force and effect on the date of this certificate.

IN TESTIMONY WHEREOF, today,
July 3, 2015, I have hereunto subscribed my
name and caused my seal of office to be
affixed to these presents at the U.S.
Department of the Treasury, in the City of

Washington, District of Columbia.

Comptroller of the Currency

#### Exhibit 6

#### CONSENT

In accordance with Section 321(b) of the Trust Indenture Act of 1939, the undersigned, U.S. BANK NATIONAL ASSOCIATION hereby consents that reports of examination of the undersigned by Federal, State, Territorial or District authorities may be furnished by such authorities to the Securities and Exchange Commission upon its request therefor.

Dated: September 25, 2015

By: /s/ Linda E. Garcia

Linda E. Garcia Vice President

### Exhibit 7 U.S. Bank National Association Statement of Financial Condition As of 6/30/2015

# (\$000's)

	6/30/2015
Assets	
Cash and Balances Due From Depository Institutions	\$ 17,896,807
Securities	102,874,924
Federal Funds	53,692
Loans & Lease Financing Receivables	252,013,047
Fixed Assets	4,310,148
Intangible Assets	13,076,832
Other Assets	23,776,797
Total Assets	\$414,002,247
Liabilities	
Deposits	\$307,828,983
Fed Funds	1,465,991
Treasury Demand Notes	0
Trading Liabilities	885,507
Other Borrowed Money	46,539,645
Acceptances	0
Subordinated Notes and Debentures	3,650,000
Other Liabilities	11,984,151
Total Liabilities	\$372,354,277
Equity	
Common and Preferred Stock	18,200
Surplus	14,266,400
Undivided Profits	26,502,086
Minority Interest in Subsidiaries	861,284
Total Equity Capital	\$ 41,647,970
Total Liabilities and Equity Capital	\$414,002,247