

7-29-98

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I hereby certify that this paper or fee is being deposited with the United States Postal Service "Express Mail Post Office to Addressee" service under 37 CFR 1.10 on the date indicated above and is addressed to the Assistant Commissioner for Trademarks, 2900 Crystal Drive, Arlington, Virginia 22202-3513

Document 3 of 3
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Darcy A. Joshlin
(Typed or printed name of person mailing paper or fee)

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(Signature of person mailing paper or fee)

07-31-1998

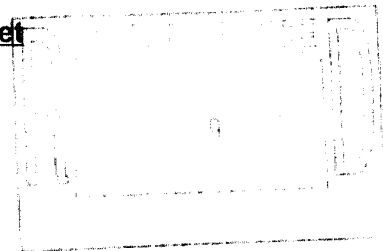


IN THE UNITED STA

OFFICE

100781552

Trademark Assignment Cover Sheet



TO: The Commissioner of Patents
and Trademarks
Washington, D.C. 20231
ATTN: Assignment Branch

Please find enclosed for recording a Trademark Assignment identified as follows:

- Conveying Party:** ("Assignor") The Chase Manhattan Corporation having an address of 270 Park Avenue, New York, New York 10017.
- Receiving Party:** ("Assignee") First Tennessee National Corporation having an address of 165 Madison Avenue, Memphis, Tennessee 38103.
- The Assignment conveys all rights, title and interest in and to the marks and registrations therefor, identified therein and herein.
- The Assignment should be recorded against the following trademark application:

Trademark
HORIZON

U.S. Registration No.
1,362,420

00000165 1362420
40.00 DP

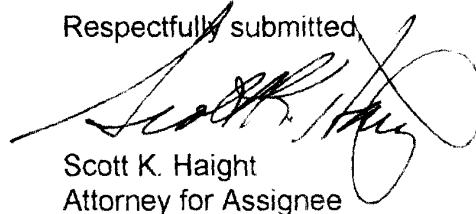
M DAI 398296.1
100000-B5773 07/27/98

TRADEMARK
REEL: 1761 FRAME: 8820

07/28/1998 TTDH11
PC-401

5. Correspondence concerning this request should be sent to: Scott K. Haight, Baker, Donelson, Bearman & Caldwell, 20th Floor, First Tennessee Building, Memphis, Tennessee 38103
6. This request concerns 1 trademark application, and a total fee of \$40.00 is submitted herewith. The Commissioner is hereby authorized to charge any additional payment, or credit any refund that may be due to Deposit Account No. 08-1629.
7. The Assignee is domiciled in the United States.
8. The enclosed Assignment is dated July 24, 1998.
9. To the best knowledge and belief of the undersigned, the information contained on this cover sheet is True and Correct and any copy submitted is a true copy of the original document.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Scott K. Haight", written over the typed name and title.

Scott K. Haight
Attorney for Assignee

Date: July 27, 1998

"Express Mail" mailing label number: TB836619586US
Date of Deposit: JULY 27, 1998
I hereby certify that this paper or fee is being deposited with the United States Postal Service "Express Mail Post Office to Addressee" service under 37 CFR 1.10 on the date indicated above and is addressed to the Assistant Commissioner for Trademarks, 2900 Crystal Drive, Arlington, Virginia 22202-3513.

DARCY A. JOSHIN
(Typed or printed name of person mailing paper or fee)
Darcy A. Joshin
(Signature of person mailing paper or fee)

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE
ASSIGNMENT OF TRADEMARK

WHEREAS, The Chase Manhattan Corporation, a corporation having an address of 270 Park Avenue, New York, New York 10017, is the owner by assignment, as shown in the records of the United States Patent and Trademark Office, of the following trademark registered in the United States Patent and Trademark Office:

Trademark	Registration No.	Registration Date
HORIZON	1,362,420	September 24, 1985

WHEREAS, First Tennessee National Corporation, a Tennessee corporation having a place of business at 165 Madison Avenue, Memphis, Tennessee 38103, is desirous of acquiring said trademark, the goodwill of the business associated therewith and the registration therefor,

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, The Chase Manhattan Bank hereby assigns to First Tennessee National Corporation all of its right, title and interest in and to said trademark, together with the goodwill of the business symbolized by said trademark, the above identified registration therefor and the right to sue for all acts of past infringement.

Date: July 24, 1998

D. Boudreau
THE CHASE MANHATTAN CORPORATION

STATE OF New York
COUNTY OF New York

Before me, JANET M. C. BAKONYI, a Notary Public in and for the State and County aforesaid, personally appeared DONALD L. BODREAU, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself (or herself) to be the Vice Chairman of **The Chase Manhattan Corporation**, the within named bargainor, a corporation, and that he as such Vice Chairman, being duly authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself as such Vice Chairman

WITNESS my hand and seal at office, on this the 24th day of July, 1998

My Commission Expires: Nov 30, 1999

Janet M. C. Bakonyi
Notary Public

JANET M.C. BAKONYI
Notary Public, State of New York
No. 31-201997
Qualified in New York County
Commission Expires March 30, 1999
Nov