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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

To the Honorable Commissioner of

hed original documents or copy thereof.

1. Name of conveying party(ies):

Chemical Banking Corporation

- ☐ Individual(s) ☐ Association
☐ General Partnership ☐ Limited Partnership
☒ Corporation-Delaware
☐ Other

Additional name(s) of conveying party(ies) attached? ☐ Yes ☒ No

3. Nature of conveyance:

- ☐ Assignment ☒ Merger
☐ Security Agreement ☐ Change of Name
☐ Other

Execution Date: March 29, 1996

2. Name and address of receiving party(ies):

Name: The Chase Manhattan Corporation

Internal Address:

Street Address: 270 Park Avenue

City: New York State: New York Zip: 10017

- ☐ Individual(s) citizenship
☐ Association
☐ General Partnership
☐ Limited Partnership
☒ Corporation-Delaware
☐ Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: ☐ Yes ☒ No

(Designations must be a separate document from Assignment)
Additional name(s) & address(es) attached? ☐ Yes ☒ No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s):

Date: 12/15/98

I hereby certify that on the date indicated above I deposited this paper or fee with the U.S. Postal Service & that it was addressed for delivery to the Commissioner of Patents & Trademarks, Washington, DC 20231 by "Express Mail Post Office to Address Service"

B. Trademark registration No.(s)

1,021,200 - DESIGN ONLY(Texas Flag)
1,026,380 - DESIGN ONLY(Texas Flag)

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Darby & Darby P.C.

Internal Address: Ethan Horwitz, Esq.

Street Address: 805 Third Avenue, 27th Floor

City: New York State: New York Zip: 10022-7513

6. Total number of applications and registrations involved:

2

7. Total fee (37 CFR 3.41):.....\$65.00

- ☒ Enclosed
☐ Authorized to be charged to deposit account

8. Deposit account number:

04-0100

(Attach duplicate copy of this page if paying by deposit account)

12/23/1998 DNGUYEN 00000191 1021200

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01 FC:481 40.00 OP
02 FC:482 25.00 OP

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Lucille P. Nichols
Name of Person Signing

Signature

December 15, 1998
Date

Total number of pages including cover sheet, attachments, and document:

5

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"THE CHASE MANHATTAN CORPORATION", A DELAWARE CORPORATION, WITH AND INTO "CHEMICAL BANKING CORPORATION" UNDER THE NAME OF "THE CHASE MANHATTAN CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-NINTH DAY OF MARCH, A.D. 1996, AT 10:10 O'CLOCK A.M.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

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AUTHENTICATION:

DATE:

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05-30-96

TRADEMARK
REEL: 1831 FRAME: 0419

CERTIFICATE OF MERGER

OF

THE CHASE MANHATTAN CORPORATION

INTO

CHEMICAL BANKING CORPORATION

UNDER SECTION 251 OF THE
GENERAL CORPORATION LAW
OF THE STATE OF DELAWARE

Pursuant to Section 251(c) of the General Corporation Law of the State of Delaware, Chemical Banking Corporation, a Delaware corporation (the "Corporation"), hereby certifies the following information relating to the merger of The Chase Manhattan Corporation, a Delaware Corporation ("Chase"), with and into the Corporation (the "Merger"):

FIRST: The names of the constituent corporations in the Merger (the "Constituent Corporations") and their states of incorporation are as follows:

<u>Name</u>	<u>State</u>
Chemical Banking Corporation	Delaware
The Chase Manhattan Corporation	Delaware

SECOND: The Agreement and Plan of Merger, dated as of August 27, 1995 (the "Merger Agreement"), between the Corporation and Chase, setting forth the terms and conditions of the Merger, has been approved, adopted, certified, executed and acknowledged by each of the Constituent Corporations in accordance with the provisions of Section 251 of the General Corporation Law of the State of Delaware.

THIRD: The surviving corporation in the Merger is Chemical Banking Corporation, which as of the effective time of the Merger will change its name to The Chase Manhattan Corporation (the "Surviving Corporation").

FOURTH: The certificate of incorporation of the Corporation shall be the certificate of incorporation of the Surviving Corporation, as amended as follows:

1. Article FIRST is hereby amended to read in its entirety as follows:

"FIRST. The name of the corporation is
THE CHASE MANHATTAN CORPORATION"
2. The voting powers, designations, preferences and relative, participating, optional or other special rights, and the qualifications, limitations or restrictions thereof, of each series of Preferred Stock of the Corporation, as set forth in the Appendices to the Certificate of Incorporation, are hereby amended by deleting each reference therein to "CHEMICAL BANKING CORPORATION" and inserting in lieu thereof a reference to "THE CHASE MANHATTAN CORPORATION" and by deleting each reference therein to "Chemical Banking Corporation" and inserting in lieu thereof a reference to "The Chase Manhattan Corporation".

FIFTH: The executed Merger Agreement is on file at the principal place of business of the Surviving Corporation, located at 270 Park Avenue, New York, New York 10017.

SIXTH: A copy of the Merger Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of record of either of the Constituent Corporations.

SEVENTH: This Certificate of Merger, and the Merger provided for herein, shall become effective at 11:59 p.m. on March 31, 1996.

IN WITNESS WHEREOF, this Certificate of Merger has been
executed on the 29th day of March, 1996.

CHEMICAL BANKING CORPORATION

By: Walter V. Shipley
Walter V. Shipley
Chairman of the Board

[Corporate Seal]

Attest:

John B. Wynne
John B. Wynne
Secretary