

MRD 10-14-99

02-22-2000

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TRADEMARKS



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To the Assistant Commissioner of Patents and

document or copy thereof.

<p>1. Name of conveying party(ies): Sterling National Bank & Trust Company of New York 540 Madison Avenue New York, New York 10022</p> <p>Type of Entity: Corporation-State - New York Additional names(s) of conveying party(ies) attached? No</p>	<p>2. Name and Address of receiving party(ies): Sterling National Bank 540 Madison Avenue New York, New York 10022</p> <p>Type of Entity: A Federally Chartered Commercial Bank If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/></p> <p>Additional name(s) & address(es) attached?</p>
<p>3. Nature of Conveyance: Change of Name Execution Date: November 21, 1996</p> <p>4.A. Trademark Application No(s): 74/703,640</p>	<p>B. Trademark Registration No.(s)</p>

Additional numbers attached? No

<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p>	<p>6. Total number of documents involved: 3</p>
<p>OSTROLENK, FABER, GERB & SOFFEN, LLP 1180 Avenue of the Americas New York, New York 10036-8403</p>	<p>7. Total fee (37 CFR 3.41): \$ 40.00 Enclosed as part of Check No. 88405</p> <p><small>In the event the actual fee is greater than the payment submitted or is inadvertently not enclosed or if any additional fee due is not paid, the Patent and Trademark Office is authorized to charge the underpayment to Deposit Account No. 15-0700.</small></p>

DO NOT USE THIS SPACE

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8. 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.

Marc A. Lieberstein _____ February 17, 2000

Name of Person Signing _____ Signature _____ Date _____

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

Filed
Comptroller of The Currency
Northeastern District

Date 11-21-96
NL

ACTION TAKEN WITHOUT A MEETING UPON CONSENT
OF SOLE SHAREHOLDER OF
STERLING NATIONAL BANK & TRUST COMPANY OF NEW YORK

WHEREAS, Sterling National Bank & Trust Company of New York ("Bank") is a national banking association, organized and operating the laws of the United States of America; and

WHEREAS, Sterling Bancorp is the sole shareholder and the owner of all of the 358, 526 issued and outstanding shares of Common Stock of Bank; and

WHEREAS, the Articles of Association of Bank provide that the title of Bank and the name under which it shall carry on the business of banking, under the laws of the United States, shall be "Sterling National Bank & Trust Company of New York"; and

WHEREAS, it is deemed to be in the best interests of the Bank that its name be changed from "Sterling National Bank & trust Company of New York" to "Sterling National Bank";

NOW, THEREFORE, be it

RESOLVED, that the Articles of Association of Sterling National Bank & Trust Company of New York be amended, effective close of business November 21, 1996, to delete Paragraph First thereof and insert in lieu thereof the following Paragraph First:

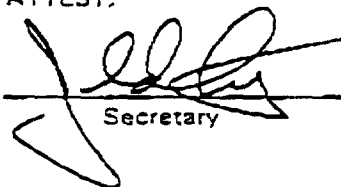
"FIRST: The title of this Association, which shall carry on the business of banking under the laws of the United States, shall be Sterling National Bank."

IN WITNESS WHEREOF, the undersigned has caused this Consent to be executed in its corporate name by its Chairman and its seal affixed hereunto as of the 21st day of November, 1996.

STERLING BANCCORP


Chairman

ATTEST:


Secretary

PREAMBLES AND RESOLUTIONS

WHEREAS, Sterling Bancorp, the sole shareholder and owner of all of the 358,526 issued and outstanding shares of Common Stock of Sterling National Bank & Trust Company of New York ("Bank"), a national banking association, consented to amend the Articles of Association of Bank to change the name of Bank from "Sterling National Bank & Trust Company of New York" to "Sterling National Bank"; and

WHEREAS, it is deemed to be in the best interests of Bank that the title of the Bank under which it shall carry on the business of banking under the laws of the United States, shall be Sterling National Bank;

NOW, THEREFORE, be it

RESOLVED, that the Articles of Association of Sterling National Bank & Trust Company of New York be amended, effective close of business November 21, 1996, to delete Paragraph First thereof and insert in lieu thereof the following Paragraph First:

"FIRST: The title of this Association, which shall carry on the business of banking under the laws of the United States, shall be 'Sterling National Bank'; and it is further

RESOLVED, that the officers of the Association are authorized and directed to do all other acts and execute all other documents as may be necessary or appropriate to effectuate the purposes and intent of the foregoing Resolution.