

02-25-2000



To the Honorable Commissioner of Patents and Trademarks

101275329

documents or copy thereof.

1. Name of conveying party(ies):

Republic Acceptance Corporation

- ☐ Individual(s)
☐ General Partnership
☒ Corporation-State of Minnesota
☐ Other

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

3. Nature of conveyance:

- ☐ Assignment
☒ Security Agreement
☐ Other
☐ Merger
- ☒ Change of Name (copy of Articles of Incorporation re name change attached)

Execution Date: November 19, 1999

2. Name and address of receiving party(ies)

Name: U.S. Bancorp Republic Commercial Finance, Inc.

Internal Address: U.S. Bank Place, Fifth Floor, MPFP0512

Street Address: 601 Second Avenue South

City: Minneapolis State: Minnesota ZIP: 55402-4302

- ☐ Individual(s)
☐ Association
☐ General Partnership
☐ Limited Partnership
☒ Corporation-State of Minnesota
☐ 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 trademark number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s): 1,579,723; 1,692,330; and 1,730,566

Additional numbers attached? ☐ Yes ☒ No

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

Name: Devan V. Padmanabhan

Internal Address: Dorsey & Whitney LLP

Street Address: 220 South Sixth Street

City: Minneapolis State: MN ZIP: 55402

6. Total Number of applications and registrations involved:

3

7. Total fee (37 CFR 3.41). \$ 90.00

☒ Enclosed☐ Authorized to be charged to deposit account

8. Deposit account number:

04-1420

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

DO NOT USE THIS SPACE

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.

Devan V. Padmanabhan
Name of person Signing

Signature (Reg. No. 38,262)

Date

Total number of pages comprising cover sheet:

1

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

02/24/2000 DNGUYEN 00000133 1579723

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 2023101 FEB 24 2000
02 FEB 24 200040:00 OP
30:00 OP

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

TRADEMARK
REEL: 002025 FRAME: 0778



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MINNESOTA SECRETARY OF STATE AMENDMENT OF ARTICLES OF INCORPORATION

READ INSTRUCTIONS LISTED BELOW, BEFORE COMPLETING THIS FORM.

1. Only complete the "Amendment of Articles of Incorporation" form if you are making changes to items 2-4 of the "Annual Registration" form (reverse side).
2. Type or print in black ink.
3. There is a \$35.00 fee payable to the Secretary of State for filing this "Amendment of Articles of Incorporation".
4. Return Completed Amendment Form and Fee to the address listed on the bottom of the form.

CORPORATE NAME: (List the name of the company prior to any desired name change)

Republic Acceptance Corporation

This amendment is effective on the day it is filed with the Secretary of State, unless you indicate another date, no later than 30 days after filing with the Secretary of State.

March 30, 1998

The following amendment(s) of articles regulating the above corporation were adopted: (Insert full text of newly amended article(s) indicating which article(s) is (are) being amended or added.) If the full text of the amendment will not fit in the space provided, attach additional numbered pages. (Total number of pages including this form 2.)

ARTICLE Article I

The name of this corporation is U.S. Bancorp Republic Commercial Finance, Inc. *m*

This amendment has been approved pursuant to *Minnesota Statutes chapter 302A or 317A*. I certify that I am authorized to execute this amendment and I further certify that I understand that by signing this amendment, I am subject to the penalties of perjury as set forth in section 609.48 as if I had signed this amendment under oath.

James M. Lambertson
James M. Lambertson (Signature of Authorized Person)

If you have any questions please contact the Secretary of State's Office at (612) 296-2803.

FOR OFFICE USE ONLY

RETURN TO:

Secretary of State/Records Processing Section
180 State Office Bldg., 100 Constitution Ave.
St. Paul, MN 55155-1299

08921340a 3/97

(MINN. 651 - 6/4/97)

Handwritten signature

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**WRITTEN ACTION
OF THE
SOLE SHAREHOLDER
OF
REPUBLIC ACCEPTANCE CORPORATION**

U.S. Bancorp, being the sole shareholder of Republic Acceptance Corporation, a corporation duly organized under the laws of the State of Minnesota (the "Corporation"), in lieu of holding a meeting to consider the same, does hereby adopt and approve the following corporate resolutions and instructs the Secretary to file this written action with the minutes of the Corporation.

Amendment to Articles of Incorporation

WHEREAS, the officers of the Corporation desire to change the name of the Corporation to "U.S. Bancorp Republic Commercial Finance, Inc."

RESOLVED, that Article I of the Articles of Incorporation be amended as follows:

"ARTICLE I NAME

The name of this corporation is U.S. Bancorp
Republic Commercial Finance, Inc."

FURTHER RESOLVED, that the officers of the Corporation are hereby authorized and directed to execute and file all documents which they deem necessary or advisable to effectuate this name change.

IN WITNESS WHEREOF, the undersigned sole shareholder of the Corporation has hereunto set its hand effective as of the 11th day of March, 1998.

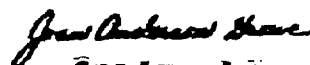
U.S. BANCORP

By 

James L. Chosy
Its Assistant Secretary

STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED

MAR 23 1998


Secretary of State

TOTAL P.03

TRADEMARK
REEL: 002025 FRAME: 0780

ASSIGNMENT OF RECORDED SECURITY INTEREST

WHEREAS, by a Security Agreement dated September 3, 1993 (the "Security Agreement"), Creative Laboratories, Inc., d/b/a Creative Labs, Inc. and L.A. Tan Suncare Products ("Creative Laboratories") granted a security interest in certain trademarks listed in Exhibit A attached hereto (the "Collateral") to U.S. Bancorp Republic Commercial Finance, Inc. ("USBRCFI"), in order to secure repayment of certain amounts then owing to USBRCFI (the "Indebtedness").

AND WHEREAS the Security Agreement was recorded in the records of the United States Patent and Trademark Office (herein referred to as the "Patent Office") on November 22, 1993 at 11:47 A.M. and in Reel/Frame 1081/0454.

NOW THEREFORE, to all who it concern, be it known that for and in consideration received, USBRCFI has assigned the Indebtedness to U.S. Bank National Association ("U.S. Bank") and USBRCFI hereby assigns all the security interests granted by the Security Agreements, being the security interests granted in respect of the trademarks and all other Collateral, to U.S. Bank National Association.

Executed at Minneapolis, Minnesota this 19th day of November, 1999.

U.S. BANCORP REPUBLIC
COMMERCIAL FINANCE, INC.

By: Mark J. Linzmeier
(Authorized signatory)

By: Mark J. Linzmeier, VP
(Please print name and title)

EXHIBIT A

TRADEMARKS

<u>Mark</u>	<u>Registration No.</u>	<u>Registration Date</u>	<u>Filing Date</u>
Sun Splash	1579723	01/30/1990	06/16/1989
La Tan	1692330	06/09/1992	09/28/1990
TROPIX	1730566	11/10/1992	02/10/1992