

09-12-2000

FORM PTO-1594



U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

SHEET

MED 8.15.00

101453721

Attorney Docket No. 7055.0996

To the Honorable Commissioner of Patents and Trademarks. Please record the attached original documents or copy thereof.

1. Name(s) of conveying party(ies):

IndyMac, Inc.

- Individual(s)
- General Partnership
- Corporation
- Association
- Limited Partnership

Other: _____

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Merger
- Change of Name

Other: _____

Execution Date: June 30, 2000

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

Name: IndyMac Intermediate Holdings, Inc.

Address: 155 North Lake Avenue

Pasadena, California 91101

- Individual(s)
- 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

(Designation 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)

See Attached

B. Trademark Registration No.(s)

See Attached

Additional numbers attached? Yes No

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

Name: B. Brett Heavner

Address: Finnegan, Henderson, Farabow,

Garrett & Dunner, L.L.P.

1300 I Street, N.W.

Washington, D.C. 20005-3315

6. Total number of applications and registrations involved: 42

7. Total fee (37 CFR 3.41): \$ 1,065.00

- Enclosed
- Authorized to be charged to deposit account
- Authorized to be charged to deposit account only if fee is deficient

8. Deposit account number:

06-0916

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.

B. Brett Heavner

August 14, 2000

Total number of pages including cover sheet, attachments, and document: 7

09/11/2000 NTHA11 00000155 76045278

01 FC:481
02 FC:482

40.00 OP
1025.00 OP

TRADEMARK
REEL: 002133 FRAME: 0134

APPLICATIONS

Application Number

| | |
|------------|--|
| 76/045,278 | TRULY REMARKABLE SERVICE |
| 75/305,052 | TITLEWORKS |
| 75/305,361 | INDYMAC |
| 75/305,466 | LISTWORKS |
| 75/327,140 | INDYMAC WAREHOUSE LENDING CORPORATION OF AMERICA |
| 75/340,662 | INDYMAC AND INMC MORTGAGE HOLDINGS, INC. & Design |
| 75/340,665 | 626-INDYMAC |
| 75/388,512 | THRIFTWORKS |
| 75/388,513 | LISTTOWN |
| 75/388,514 | DEPOSITTOWN |
| 75/391,450 | APPROVE YOUR OWN LOAN |
| 75/504,374 | GOODWORKS BY LOANWORKS |
| 75/637,384 | E-MITS & Design |
| 75/759,409 | ESCROWWORKS |
| 75/825,640 | A HOME LENDER ON A MISSION. BUREAUCRACY BEWARE. |
| 75/893,542 | LOANASSOCIATES |
| 75/894,790 | INDYMAC BANK |
| 75/906,262 | BUREAUCRACY, BEWARE |
| 75/919,791 | FLEX PAY |

REGISTRATIONS

| <u>Registration Number</u> | <u>Mark</u> |
|----------------------------|--|
| 2,182,516 | WANNA SWIM WITH THE BIG FISH? |
| 2,185,823 | Miscellaneous Design |
| 2,190,744 | E-MITS |
| 2,196,613 | E-MITS |
| 2,197,928 | WCLA |
| 2,198,540 | EXPANDING ACCESS TO CREDIT |
| 2,198,666 | WE DELIVER MORE THAN JUST A LOAN |
| 2,212,512 | INDYMAC & Design |
| 2,238,058 | LOANWORKS |
| 2,238,162 | LOANWORKS (Stylized) |
| 2,238,211 | LOANWORKS & Design |
| 2,238,655 | HOME LENDING...DIRECT AND SIMPLE |
| 2,241,499 | INDYMAC CONSTRUCTION LENDING CORPORATION OF AMERICA |
| 2,242,682 | FINANCING...DIRECT AND SIMPLE |
| 2,245,706 | INDEPENDENT NATIONAL MORTGAGE CORPORATION |
| 2,245,851 | PROVIDING INNOVATIVE HOME LOANS |
| 2,248,389 | 888.321.FUND |

2,269,001

LOW RATES. EXCEPTIONAL
SERVICE. THE WORKS.

2,269,565

LOANTOWN

2,322,793

1-888-U-BIG-FISH

2,341,182

LOANWORKS.COM

2,357,857

INDY MAC

2,362,660

1-888-INDYMAC

EXHIBIT A

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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 OF "SGV BANCORP, INC.", CHANGING ITS NAME FROM "SGV BANCORP, INC." TO "INDYMAC INTERMEDIATE HOLDINGS, INC.", FILED IN THIS OFFICE ON THE THIRTIETH DAY OF JUNE, A.D. 2000, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE FIRST DAY OF JULY, A.D. 2000.



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

Edward J. Freel, Secretary of State

2479139 8100

AUTHENTICATION: 0535621

001336550

DATE: 06-30-00

TRADEMARK
REEL: 002133 FRAME: 0144

+++ GATEWAY 0002
STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 06/30/2000
001335193 - 2479139

**CERTIFICATE OF MERGER
OF
INDYMAC, INC
INTO AND WITH
SGV BANCORP, INC.**

TO: Secretary of State of the
State of Delaware

The undersigned corporation, organized and existing under and by virtue of the General Corporation Law of the State of Delaware, does hereby certify that:

FIRST: The name and state of incorporation of each of the constituent corporations of the merger is as follows:

| <u>Name</u> | <u>State of Incorporation</u> |
|-------------------|-------------------------------|
| IndyMac, Inc. | Delaware |
| SGV Bancorp, Inc. | Delaware |

SECOND: A plan of merger between the parties to the merger has been approved, adopted, certified, executed, and acknowledged by each of the constituent corporations in accordance with the requirements of Section 251 of the General Corporation Law of the State of Delaware.

THIRD: The surviving corporation (the "Surviving Corporation") of the merger is SGV Bancorp, Inc., a Delaware corporation.

FOURTH: Effective upon the filing of this certificate, Article First of the Certificate of Incorporation of the surviving corporation shall be amended to read as follows:

FIRST:

*The name of the corporation is IndyMac Intermediate Holdings, Inc.
(hereinafter sometimes referred to as the "Corporation").*

FIFTH: The executed plan of merger is on file at the principal place of business of the Surviving Corporation. The address of the principal place of business of the Surviving Corporation is 155 North Lake Avenue, Pasadena, California 91101.

SIXTH: A copy of the agreement and plan of merger will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any constituent corporation.

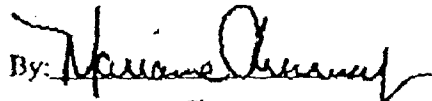
SEVENTH: The merger is to be effective at 12:02 a.m., on July 1, 2000.

SGV BANCORP, INC.



By: Michael W. Perry
Its: Chief Executive Officer

ATTEST:

By: 
Marianne Churney
Assistant Secretary

NUNC PRO TUNC ASSIGNMENT

IndyMac Intermediate Holdings, Inc., a Delaware corporation with its principal place of business at 155 North Lake Avenue, Pasadena, California 91101 ("Assignor"), is the record owner of the marks identified in Exhibit A and of the U.S. trademark registrations and applications therefor ("the Trademarks").

On approximately July 2, 2000, IndyMac Bank, F.S.B., a Delaware corporation with its principal place of business at 155 North Lake Avenue, Pasadena, California 91101 ("Assignee"), acquired the Trademarks from Assignor. Assignee is the owner in fact of the Trademarks and the parties desire to reflect this fact in the records of the U.S. Patent and Trademark Office.

In consideration of the foregoing and for other good and valuable consideration, receipt of which is hereby acknowledged, Assignor hereby assigns nunc pro tunc as of July 2, 2000 to Assignee all its right, title, and interest in and to the Trademarks, together with the goodwill of the business associated with the Trademarks, and the right to sue and recover for past infringements, dilution, and other violations.

The Commissioner is requested to issue the certificates of registration to Assignee.

INDYMAC INTERMEDIATE HOLDINGS, INC.

By: _____

Name: _____

Title: _____

Date: _____