

12-22-2000



SHEET

101558411

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

1. Name of conveying party(ies):
Union Planters Corporation

MLO
12.1.00

Individual(s)
 Association
 General Partnership
 Limited Partnership
 Corporation-State- **Tennessee**
 Other _____

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

2. Name and Address of Receiving party(ies):
 Name: **Union Planters Holding Corp.**
 Street Address: **7130 Goodlett Farms Parkway**

City: **Cordova**
 State: **TN** Zip: **38108**

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State **Tennessee**
 Other _____

3. Nature of conveyance:

Assignment
 Merger
 Security Agreement
 Change of Name
 Other _____

Execution Date: **May 25, 2000**

If assignee is not domiciled in the United States, a domestic representative designated 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) \ B. Trademark Registration No.(s) **List of Registration Nos. on attached page.**
75/280,882
 Additional numbers attached? Yes No

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

Name: **William H. Hollander**
Wyatt, Tarrant & Combs, LLP
 Street Address: **2600 Citizens Plaza**

City: **Louisville,**
 State: **Kentucky** Zip: **40202**

6. Total number of applications and registrations involved:
19

7. Total fee (37 CFR § 3.41) **\$490.00**
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: _____
 (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.

William H. Hollander
 Name of person signing

W. Hollander
 Signature

November 30, 2000
~~December 1, 2000~~
 Date

Total number of pages comprising cover sheet: **2**

4. Trademark Registration Nos.

Reg. No.
2,257,691
2,257,690
2,257,689
2,257,688
2,272,769
2,272,768
2,272,767
2,272,766
2,261,438
2,132,518
2,259,787
1,989,064
1,940,676
1,539,562
2,225,661
2,264,813
2,253,791
2,253,702

20128436.1

ASSIGNMENT

WHEREAS, Union Planters Corporation (a Tennessee corporation), 7130 Goodlett Farms Parkway, Cordova, Tennessee 38018 ("UPC") has adopted and used in the United States the marks listed on Exhibit A;

WHEREAS, Union Planters Holding Corp. (a Tennessee corporation), 7130 Goodlett Farms Parkway, Cordova, Tennessee 38018 ("UPHC") is desirous of acquiring said marks, and any registrations or applications thereof;

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, UPC hereby assigns to UPHC all its right, title and interest in and to the marks shown on Exhibit A, throughout the world, together with the goodwill of the business connected with the use of and symbolized by the said marks and the registrations or applications thereof identified on Exhibit A.

UNION PLANTERS CORPORATION

By: M Kirk Walters

Printed Name: M. Kirk Walters

Title: Executive Vice President and Chief Accounting Officer

Date: 5-25-00

STATE OF TENNESSEE)

COUNTY OF SHELBY)

The foregoing instrument was subscribed, sworn to and acknowledged before me this 25th day of May, 2000, by M Kirk Walters, Executive V.P. and C.A.O. of Union Planters Corporation, for and on behalf of Union Planters Corporation.

MY COMMISSION EXPIRES AUG. 13, 2002

My commission expires: _____

Carol A. Hance
Notary public

EXHIBIT A

UPC - UPHC

Mark	Reg. or Serial No.
UPBONUS PAK	2,257,691
UPINTEREST CHECKING	2,257,690
UPHOLIDAY SAVINGS	2,257,689
UPGOLD CLUB BANKING	2,257,688
UPPREFERRED BANKING	2,272,769
UPPERSONAL SAVINGS	2,272,768
UP-PERFORMANCE CHECKING	2,272,767
UPPERSONAL CHECKING	2,272,766
UPREALLY FREE CHECKING	2,261,438
UPADVANTAGE BANKING	75/280,882
THE MONEYPLEX	2,132,518
UPTAX-NET	2,259,787
REUSABLE CHECK	1,989,064
DEDICATED TO GETTING THINGS DONE	1,940,676
DESIGN ONLY (Triangle)	1,539,562
UPINVESTOR ACCOUNT	2,225,661
SOLUTION: UNION PLANTERS BANK, and Design	2,264,813
UP-NET COLLECT	2,253,791
UPSTARTER SAVINGS	2,253,702