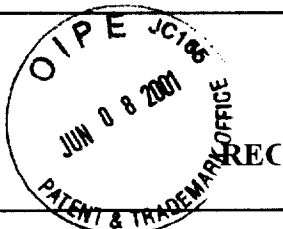


FORM PTO-1618A

OMB 0651-0027

6-8-01



06-13-2001



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U.S. DEPARTMENT OF COMMERCE

Patent and Trademark Office

TRADEMARK

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

☒ New☐ Resubmission (Non-Recordation)

Document ID # _____

☐ Correction of PTO Error

Reel # _____ Frame # _____

☐ Corrective Document

Reel # _____ Frame # _____

Conveyance Type

☒ Assignment ☐ License☐ Security Agreement☐ MergerEffective Date
Month Day Year☐ Change of Name

4/28/1998

☐ Other _____

Conveying Party

☐ Mark if additional names of conveying parties attached

Execution Date

Name First Union National Bank

3/14/2001

Formerly _____

☐ Individual☐ General Partnership☐ Limited Partnership☒ Corporation☐ Association☐ Other _____☒ Citizenship/State of Incorporation/Organization North Carolina

Receiving Party

☐ Mark if additional names of receiving parties attachedName First Union Corporation

DBA/AKA/TA _____

Composed of _____

Address (line 1) One First Union CenterAddress (line 2) 301 South College StreetAddress (line 3) Charlotte, North Carolina 28222☐ Individual☐ General Partnership☐ Limited Partnership☒ Corporation

Association

☐ Other _____☒ Citizenship/State of Incorporation/Organization North Carolina

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached

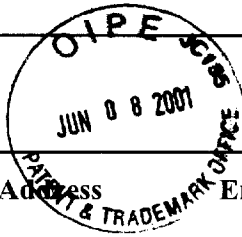
06/12/2001 GT0N11 00000152 888044

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Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 200231



Domestic Representative Name and Address Enter for the first Receiving Party only.

Name _____

Address (line 1) _____

Address (line 2) _____

Address (line 3) _____

Address (line 4) _____

Correspondent Name and Address

Area Code and Telephone Number (202) 467-7795

Name Barbara A. Friedman, Esq.

Address (line 1) MORGAN, LEWIS & BOCKIUS LLP, Attn: TMSU

Address (line 2) 1800 M Street, N.W.

Address (line 3) Washington, D.C. 20036-5869

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

3

Trademark Application Number(s) or Registration Number(s)

Trademark Application Number(s)

Registration Number(s)

(888,044)

Number of Properties Enter the total number of properties involved. # 1

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$ 40.00

Method of Payment: Enclosed X

Deposit Account _____

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number: 13-4520

Authorization to charge additional fees: Yes X No _____

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. Charges to deposit account are authorized, as indicated herein.

Barbara A. Friedman, Esq.

Name of Person Signing

Barbara A. Friedman

Signature

6/7/01

Date Signed

TRADEMARK REGISTRATION ASSIGNMENT

This Trademark Registration Assignment is made as of the 28th day of April, 1998, by First Union National Bank, a North Carolina corporation, having a principal business address at One First Union Center, Charlotte, North Carolina 28222 (hereinafter "Assignor"), in favor of First Union Corporation, a North Carolina corporation, having a principal business address at 301 South College Street, Charlotte, North Carolina 28222 (hereinafter "Assignee").

WHEREAS, Assignor is the successor, by merger with CoreStates Bank, National Association, to all right, title and interest in and to the Registration PNB Plus Design (Reg. No. 888,044) (hereinafter "Registered Mark"), and the goodwill developed through the use of the Registered Mark;

WHEREAS, Assignee is a bank holding company within the meaning of the Bank Holding Company Act, and, though merger on April 28, 1998, acquired the assets of CoreStates Bank, National Association;

WHEREAS, Assignor and Assignee wish to confirm the transfer of ownership of the Registered Mark as a result of the aforementioned merger of CoresStates Bank, National Association, into Assignor, First Union National Bank, and of the acquisition of certain assets by Assignee First Union Corporation, including, but not limited to, all right, title, and interest in and to the Registered Mark and the goodwill developed therein;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby assigns and transfers unto Assignee, the entire right, title, interest in and to the Registered Mark and the goodwill of the business symbolized by the Registered Mark. All rights and privileges, including the right to sue for and receive all damages from past infringements of the Registered Mark, will be held and enjoyed by the Assignee, its successors, assigns and other legal representatives.

Signed this 14th day of March, 2001.

FIRST UNION NATIONAL BANK

By: Jack V. Cohen

Name: JACK V. COHEN

Title: 1st Vice Pres.

FIRST UNION CORPORATION

By: Jack V. Cohen

Name: JACK V. COHEN

First Vice President