

02-05-2002

SHEET

Docket No.:

VLV

2484/501



101980966

the attached original documents or copy thereof.

to the Honorable Commissioner of

Name of conveying party(ies):

New U.S. Trust Company of New York

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

Name: United States Trust Company of New York

Internal Address: \_\_\_\_\_

Street Address: 114 West 47th Street

City: New York State: NY ZIP: 10036

Individual(s)  Association  
General Partnership  Limited Partnership  
Corporation-State New York  
Other \_\_\_\_\_

Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation-State New York  
 Other \_\_\_\_\_

Additional names(s) of conveying party(ies)  Yes  No

If assignee is not domiciled in the United States, a domestic designation is  Yes  N  
(Designations must be a separate document from  
Additional name(s) & address(es)  Yes  N

Nature of conveyance:

Assignment  Merger  
Security Agreement  Change of Name  
Other \_\_\_\_\_

Execution Date: September 1, 1995

Application number(s) or registration numbers(s):

Trademark Application No.(s)

B. Trademark Registration No.(s)  
832,693 - United States Trust Company  
835,658 - United States Trust  
836,090 - United States Trust Company of New York Excelsior  
1,104,469 - U.S. Trust  
1,721,170 - A Tradition of Growing Assets. U.S. Trust

Additional numbers  Yes  No

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

Name: Kerry L. Timbers, Esq.

Internal Address: Bromberg & Sunstein LLP

6. Total number of applications and registrations involved:..... **5**

7. Total fee (37 CFR 3.41):.....\$ \$140.00

Enclosed  
 Authorized to be charged to deposit account

Street Address: 125 Summer Street

8. Deposit account number:

City: Boston State: MA ZIP: 02110

05/2002 GTOM11 00000212 832693

DO NOT USE THIS SPACE

C:481 40.00 OP  
C:482 100.00 OP

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.

Jennifer M. Reynolds  
Name of Person Signing

*Jennifer M. Reynolds*  
Signature

February 4, 2002

Date

Total number of pages including cover sheet, attachments, and

**1**

TRADEMARK

SUPPORTING DOCUMENTATION FOR TRADEMARK  
CHANGE OF NAME DOCUMENTS IS

NO LONGER REQUIRED

UNDER THE

TRADEMARK LAW TREATY ACT

EFFECTIVE

OCTOBER 30, 1999

CONTRIBUTION AND ASSUMPTION AGREEMENT

Dated as of September 1, 1995

Between

UNITED STATES TRUST  
COMPANY OF NEW YORK

and

NEW U.S. TRUST COMPANY OF NEW YORK

NYC13775

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**EXHIBITS**

- Exhibit A
- Exhibit B
- Exhibit C

**REDACTED**

**SCHEDULES**

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CONTRIBUTION AND ASSUMPTION AGREEMENT

CONTRIBUTION AND ASSUMPTION AGREEMENT dated as of September 1, 1995 (the "Agreement" or "Contribution Agreement"), between UNITED STATES TRUST COMPANY OF NEW YORK, a New York State chartered bank and trust company (including any successor by merger, "USTNY"), and NEW U.S. TRUST COMPANY OF NEW YORK, a New York State chartered bank and trust company and a wholly owned subsidiary of USTNY ("New Trustco").

RECITALS

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ARTICLE I

Definitions

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**ARTICLE II**  
**Contribution of Assets and Assumption of Liabilities**

**SECTION 2.1. Contribution.** Upon the terms and subject to the conditions of this Agreement, USTNY hereby assigns, transfers, conveys and contributes to New Trustco, effective as of the Closing, and New Trustco hereby acquires, effective as of the Closing, all of USTNY's right, title and interest in, to and under the Acquired Assets.

**SECTION 2.2. Acquired Assets and Retained Assets.** (a) The term "Acquired Assets" means all the business, properties, assets, goodwill and rights of USTNY of whatever kind and nature, real or personal, tangible or intangible, other than the Retained Assets, owned by USTNY on the Closing Date, including the following:

(viii) all trademarks, trademark registrations, service marks and trade names which contain the words "United States Trust" or "U.S. Trust" and all patents, patent applications, trademarks, trademark registrations, service marks, tradenames, copyrights, or licenses with respect thereto (except for the patents, patent applications and copyrights relating to the USTNY proprietary software referred to in Section 2.2(b)(vii)), used or held for use solely or predominantly for the Acquired Business;

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(vii) all USTNY proprietary systems and application software (including all source and object codes, manuals and related documentation) or licenses or rights of use with respect thereto;

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**The Closing**

**ARTICLE IV**

**Representations and Warranties**

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ARTICLE V

Covenants

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ARTICLE VI

Conditions Precedent

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**ARTICLE VII**

**Termination, Amendment and Waiver**

**ARTICLE VIII**

**General Provisions**

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IN WITNESS WHEREOF, USTNY and New Trustco have caused this Agreement to be signed by their respective officers thereunto duly authorized, all as of the date first written above.

UNITED STATES TRUST COMPANY  
OF NEW YORK

By: Thurmanball Schwaney  
Name:  
Title: CHAIRMAN

NEW U.S. TRUST COMPANY OF  
NEW YORK

By: Thurmanball Schwaney  
Name:  
Title: CHAIRMAN

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