

09-19-2002



102227522

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

<p>1. Name of conveying party(ies):</p> <p>Old Kent Financial Corporation <b>9-17-02</b></p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association  <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership  <input checked="" type="checkbox"/> Corporation-State (Michigan)  <input type="checkbox"/> Other _____</p> <p>Additional name(s) of conveying party(ies) attached?  <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies):</p> <p>Name: <u>Fifth Third Bancorp</u>  Internal Address: _____  Street Address: <u>38 Fountain Square Plaza</u>  City: <u>Cincinnati</u> State: <u>Ohio</u> Zip: <u>45263</u></p> <p><input type="checkbox"/> Individual(s) Citizenship _____  <input type="checkbox"/> Association _____  <input type="checkbox"/> General Partnership _____  <input type="checkbox"/> Limited Partnership _____  <input checked="" type="checkbox"/> Corporation-State _____  <input type="checkbox"/> Other _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No  (Designations must be a separate document from assignment)  Additional name(s) &amp; address(es) attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>3. Nature of conveyance:</p> <p><input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger  <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name  <input type="checkbox"/> Other _____</p> <p>Execution Date: <u>September 6, 2002</u></p>	<p>4. Application number(s) or registration number(s):</p> <p>A. Trademark Application No.(s)</p> <p>B. Trademark Registration No.(s)</p> <p><b>PLEASE SEE ATTACHED ASSIGNMENT, EXHIBIT A</b></p> <p>Additional number(s) attached <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p>
<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: <u>Kathryn E. Smith, Esq.</u>  Internal Address: <u>Wood, Herron &amp; Evans, L.L.P.</u>  <u>2700 Carew Tower</u>  Street Address: <u>441 Vine Street</u>  City: <u>Cincinnati</u> State: <u>Ohio</u> Zip: <u>45202</u></p>	<p>6. Total number of applications and trademarks involved: ..... <u>5</u></p> <p>7. Total fee (37 CFR 3.41): ..... <u>\$140.00</u>  <input checked="" type="checkbox"/> Enclosed  <input checked="" type="checkbox"/> Authorized to be charged to deposit account if deficiencies occur</p> <p>8. Deposit Account number: <u>23-3000</u>  (Attach duplicate copy of this page if paying by deposit account)</p>

09/19/2002 DBYRNE 00000006 2048932

01 FC:481

40.00 UP

02 FC:482

100.00 DP

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.

Bruce Tittel, Esq.

Name of Person Signing

Signature

September 12, 2002

Date

Total number of pages including cover sheet, attachments, and document: 6

## EXHIBIT A

### I. FEDERAL APPLICATIONS AND REGISTRATIONS

OK (Michigan State Registration) Status: Due for Renewal: 7/14/06	Reg. Date: 7/14/76	Reg. No. M08024
OLD KENT RIVER BANK RUN Status: Section 8 & 15 Due: 4/1/03; Due for Renewal: 4/1/07	Reg. Date: 4/1/97	Reg. No.: 2,048,932
OLD KENT Status: Section 8 & 15 Accepted/Acknowledged; Due for Renewal: 7/5/04	Reg. Date: 7/5/94	Reg. No.: 1,843,188
OLD KENT DEALER SERVICES Status: Section 8 & 15 Due: 8/25/04; Due for Renewal: 8/25/08	Reg. Date: 8/25/98	Reg No.: 2,183,581
OLD KENT (Stylized) Status: Section 8 & 15 Due: 11/30/05; Due for Renewal: 11/30/09	Reg. Date: 11/30/99	Reg. No.: 2,296,129
OLD KENT'S BANK ON CALL Status: Section 8 & 15 Accepted/Acknowledged Due for Renewal: 6/14/04	Reg. Date: 6/14/94	Reg. No.: 1,839,615

### II. COMMON LAW MARKS

OK

O.K.

OLD KENT

## ASSIGNMENT

THIS ASSIGNMENT is by and between Old Kent Financial Corporation, a Michigan Corporation with a business address of One Vandenberg Center, Grand Rapids, Michigan 49503 ("Assignor"), and Fifth Third Bancorp, an Ohio Corporation with a business address of 38 Fountain Square Plaza, Cincinnati, Ohio 45263 ("Assignee").

## RECITALS

- A. Assignor owns the names, trademarks and service marks (herein collectively referred to as the "Marks") which are unregistered, or are registered or applied for in the United States Patent and Trademark Office, and the applications therefor and registrations thereof, all of which are listed on Exhibit A attached hereto and made a part hereof, and the corresponding goodwill of the business associated with the Marks.
- B. Assignor is desirous of assigning, transferring and setting over all of the Marks to Assignee, and Assignee is desirous of acquiring the Marks, the applications thereof and the registrations therefor.

NOW THEREFORE, in consideration of the foregoing and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby transfer, assign and set over to Assignee all right, title and interest in and to the Marks throughout the United States, together with the goodwill of the business connected with the use of and symbolized by the respective Marks and the registrations and applications set forth in Exhibit A, and all reissues, extensions, renewals, divisions and continuations thereof, the promotional materials related thereto, and for Marks which are the subject of intent-to-use applications at the United States Patent and Trademark Office for which a statement of use has not been filed, the business to which such Marks pertain, and the right to sue and collect for past infringement thereof.

This Assignment shall be binding upon the successors, assignees and other legal representatives of Assignor and shall inure to the benefit of the successors, assigns and other legal representatives of Assignee.

The Effective Date of this Assignment shall be June 1, 2002.

IN WITNESS WHEREOF, the Assignor and Assignee have executed this Assignment on the date last signed by the parties below.

ASSIGNOR:

Fifth Third Financial Corporation Successor by  
merger to:

OLD KENT FINANCIAL CORPORATION

By: Paul Reynolds  
(Signature)

Title: Exec

STATE OF Ohio )  
COUNTY OF HAMILTON ) ss:

On this 6th day of SEPTEMBER, 2002, before me appeared  
Paul Reynolds, to me personally known, who, being by me duly sworn, did  
say that he/she is the EXEC VICE PRES of Old Kent Financial Corporation, and  
that the foregoing instrument was signed by him/her in his/her capacity as  
EXEC VICE PRES and for the purposes set forth therein.

(Notary Seal)

Therese Paul

Notary Public

**THERESE MARIE PAUL, Attorney at Law**  
Notary Public, State of Ohio  
My Commission Has No Expiration Date  
Section 147.03

County of Commission: \_\_\_\_\_

My Commission Expires: \_\_\_\_\_

ASSIGNEE:

FIFTH THIRD BANCORP

By: Paul T Reynolds  
(Signature)  
Title: ENP

STATE OF Ohio )  
COUNTY OF HAMILTON ) ss:

On this 6th day of SEPTEMBER, 2002, before me  
appeared PAUL REYNOLDS, to me personally known, who, being by me duly  
sworn, did say that he/she is the EXEC. VICE PRES., of Fifth Third Bancorp,  
and that the foregoing instrument was signed by him/her in his/her capacity as  
EXEC. VICE PRESIDENT and for the purposes set forth therein.

(Notary Seal)

Therese Paul  
Notary Public  
THERESE MARIE PAUL, Attorney at Law  
Notary Public, State of Ohio  
My Commission Expires No Expiration Date  
Section 147.03

County of Commission: \_\_\_\_\_

My Commission Expires: \_\_\_\_\_