

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
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<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL
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<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
F.N.B. Corporation		01/01/2004	CORPORATION: FLORIDA

<b>RECEIVING PARTY DATA</b>	
<b>Name:</b>	First National Bankshares of Florida, Inc.
<b>Street Address:</b>	2150 Goodlette Road, North
<b>City:</b>	Naples
<b>State/Country:</b>	FLORIDA
<b>Postal Code:</b>	34102
<b>Entity Type:</b>	CORPORATION: FLORIDA

<b>PROPERTY NUMBERS Total: 21</b>		
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>
Registration Number:	2367700	1 FIRST NATIONAL BANK OF NAPLES
Registration Number:	2367701	CAPE CORAL NATIONAL BANK
Registration Number:	2599720	PEO BENCHMARKER
Registration Number:	2683745	BOUCHARD A FIRST NATIONAL INSURANCE SERVICES COMPANY
Registration Number:	2704817	BOUCHARD INSURANCE
Serial Number:	78095980	BOUNCE GUARD
Serial Number:	78106598	RED CARPET
Serial Number:	78124770	FIRST NATIONAL BANK OF FLORIDA
Serial Number:	78148119	FIRST NATIONAL BANK OF FLORIDA
Serial Number:	78148138	BCF BANK OF CENTRAL FLORIDA
Serial Number:	78148872	CITIZENS COMMUNITY BANK
Serial Number:	78177621	
Serial Number:	78177630	
Serial Number:	78177635	

OP \$540.00 2367700

Serial Number:	78205295	F.N.B. WEALTH MANAGEMENT
Serial Number:	78210012	F.N.B. WEALTH MANAGEMENT
Serial Number:	78230995	STRATEGIC SOLUTIONS
Serial Number:	78253659	BUSINESS ON THE GO CHECK CARD
Serial Number:	78305379	RISKTRAC
Serial Number:	78306737	BENEFITTRAC
Serial Number:	78253652	BUSINESS ON THE GO CHECK CARD

**CORRESPONDENCE DATA**

Fax Number: (239)261-0057  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: (239) 262-1001  
Email: j@whitelawfirm.com  
Correspondent Name: Jennifer L. Whitelaw  
Address Line 1: 3838 Tamiami Trail North, Third Floor  
Address Line 4: Naples, FLORIDA 34103

ATTORNEY DOCKET NUMBER:	FNB - FNBFL ASSIGNMENTS
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NAME OF SUBMITTER:	Jennifer L. Whitelaw
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**Total Attachments: 7**  
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**ASSIGNMENT OF INTELLECTUAL PROPERTY**

This Assignment of Intellectual Property ("Assignment") is executed this 1st day of January, 2004, by and between F.N.B. CORPORATION, a Florida corporation ("Assignor") and FIRST NATIONAL BANKSHARES OF FLORIDA, INC., a Florida corporation ("Assignee").

WHEREAS, Assignor and Assignee are parties to that certain Agreement and Plan of Distribution, dated December 30, 2003 (the "Distribution Agreement"); and

WHEREAS, in connection with the transactions described in the Distribution Agreement, Assignor desires to assign all right, title and interest in and to certain intellectual property assets to Assignee;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby declares as follows:

1. Assignor hereby assigns, transfers and conveys to Assignee all of Assignor's right, title and interest in and to certain intellectual property, including certain federal trademarks, Florida state trademarks and domain names, as more particularly described on Exhibit A attached hereto (the "Intellectual Property"), including, without limitation, the right to sue for all past, present and future infringements thereof and all goodwill symbolized by the business associated therewith.

2. Assignor agrees, without further consideration, to take all such other action and to procure or execute, acknowledge, and deliver all such further certificates, conveyance instruments, consents, and other documents as Assignee may reasonably request to vest in Assignee, and perfect and protect Assignee's right, title, and interest in, and enjoyment of, the Intellectual Property.

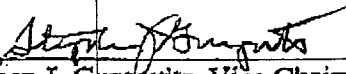
[SIGNATURES ON FOLLOWING PAGE]

CORP/999908.1

The parties hereto have caused this Assignment to be executed by their duly authorized representatives as of the day and year first above written

Assignor:


F.N.B. CORPORATION

  
By: Stephen J. Gurgovits, Vice Chairman

ACKNOWLEDGED AND ACCEPTED:

Assignee:

FIRST NATIONAL BANKSHARES OF FLORIDA, INC.

  
By: Gary L. Rice, Chairman and Chief Executive Officer

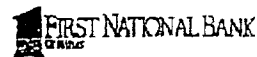
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EXHIBIT A

FEDERAL TRADEMARKS

REGISTERED MARKS

- 1. Mark: **FIRST NATIONAL BANK OF NAPLES and design**  
 Registration No. 2,367,700  
 Registrant: F.N.B. Corporation  
 Status: Registered on July 18, 2000.



Attorney of Record: Jennifer L. Whitelaw

- 2. Mark: **CAPE CORAL NATIONAL BANK and design**  
 Registration No. 2,367,701  
 Registrant: F.N.B. Corporation  
 Status: Registered on July 18, 2000.



Attorney of Record: Jennifer L. Whitelaw

- 3. Mark: **PEO BENCHMARKER**  
 Registration No. 2,599,720  
 Registrant: Roger Bouchard Insurance, Inc.  
 Status: Registered on July 23, 2002 on the Supplemental Register.



Attorney of Record: Jennifer L. Whitelaw

- 4. Mark: **BOUCHARD A FIRST NATIONAL INSURANCE SERVICES COMPANY**  
 Registration No. 2,683,745  
 Registrant: F.N.B. Corporation  
 Status: The application registered on February 4, 2003.



[REDACTED]  
Attorney of Record: Jennifer L. Whitelaw

5. **Mark: BOUCHARD INSURANCE and design**  
**Registration No. 2,704,817**  
Registrant: F.N.B. Corporation  
Status: The application registered on  
April 8, 2003.



[REDACTED]  
Attorney of Record: Jennifer L. Whitelaw

6. **Mark: BOUNCE GUARD**  
**Serial No. 78/095,980**  
**Filing Date: November 30, 2001**  
Applicant: F.N.B. Corporation  
Status: An opposition to this application is  
now pending at the Trademark Trial and Appeal Board.  
Attorney of Record: Jennifer L. Whitelaw

7. **Mark: RED CARPET**  
**Serial No. 78/106,598**  
**Filing Date: February 4, 2002**  
Applicant: F.N.B. Corporation  
Status: Opposition papers were filed against  
This mark on October 9, 2002.

[REDACTED]  
Attorney of Record: Jennifer L. Whitelaw

8. **Mark: FIRST NATIONAL BANK OF FLORIDA**  
**and design**  
**Serial No. 78/124,770**  
**Filing Date: April 29, 2002**  
Applicant: F.N.B. Corporation  
Status: Published for opposition  
on September 23, 2003.  
Attorney of Record: Jennifer L. Whitelaw



9. **Mark: FIRST NATIONAL BANK OF FLORIDA**  
**and design**  
**Serial No. 78/148,119**  
**Filing Date: July 26, 2002**  
Applicant: F.N.B. Corporation  
Status: Published for opposition on



September 16, 2003.  
Attorney of Record: Jennifer L. Whitelaw

10. **Mark: BCF BANK OF CENTRAL FLORIDA  
and design**

Serial No. 78/148,138  
Filing Date: July 26, 2002  
Applicant: F.N.B. Corporation  
Status: Government Office Action pending.  
[REDACTED]  
Attorney of Record: Jennifer L. Whitelaw



11. **Mark: WEST COAST GUARANTY BANK  
and design**

Serial No. 78/148,143  
Filing Date: July 26, 2002  
Applicant: F.N.B. Corporation  
Status: [REDACTED]  
[REDACTED]  
[REDACTED] Abandoned on August 11, 2003.  
Attorney of Record: Jennifer L. Whitelaw



12. **Mark: CITIZENS COMMUNITY BANK**

Serial No. 78/148,872  
Filing Date: July 30, 2002  
Applicant: F.N.B. Corporation  
Status: [REDACTED]  
[REDACTED]  
Attorney of Record: Jennifer L. Whitelaw

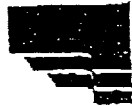
13. **Mark: DESIGN wing front**

Serial No. 78/177,621  
Filing Date: October 23, 2002  
Applicant: F.N.B. Corporation  
Status: [REDACTED]  
[REDACTED]  
Attorney of Record: Jennifer L. Whitelaw



14. **Mark: DESIGN wing back**

Serial No. 78/177,630  
Filing Date: October 23, 2002  
Applicant: F.N.B. Corporation  
Status: [REDACTED]  
[REDACTED]  
Attorney of Record: Jennifer L. Whitelaw



15. **Mark: DESIGN wing symmetrical**  
 Serial No. 78/177,635  
 Filing Date: October 23, 2002  
 Applicant: F.N.B. Corporation  
 Status: [REDACTED]  
 Attorney of Record: Jennifer L. Whitelaw



16. **Mark: F.N.B. WEALTH MANAGEMENT**  
 Serial No. 78/205,295  
 Filing Date: January 21, 2003  
 Applicant: F.N.B. Corporation  
 Status: [REDACTED]  
 Attorney of Record: Jennifer L. Whitelaw

17. **Mark: F.N.B. WEALTH MANAGEMENT and design**  
 Serial No. 78/210,012  
 Filing Date: February 3, 2003  
 Applicant: F.N.B. Corporation  
 Status: [REDACTED]  
 Attorney of Record: Jennifer L. Whitelaw

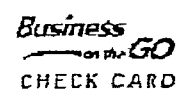


18. **Mark: STRATEGIC SOLUTIONS and design**  
 Serial No. 78/230,995  
 Filing Date: March 27, 2003  
 Applicant: F.N.B. Corporation  
 Status: [REDACTED]  
 Attorney of Record: Jennifer L. Whitelaw



19. **Mark: BUSINESS ON THE GO CHECK CARD**  
 Serial No. 78/253,652  
 Filing Date: May 23, 2003  
 Applicant: F.N.B. Corporation  
 Status: [REDACTED]  
 Attorney of Record: Jennifer L. Whitelaw

20. **Mark: BUSINESS ON THE GO CHECK CARD and design**  
 Serial No. 78/253,659  
 Filing Date: May 23, 2003  
 Applicant: F.N.B. Corporation  
 Status: [REDACTED]





[REDACTED]  
Attorney of Record: Jennifer L. Whitelaw

21. **Mark: RISKTRAC**  
**Serial No. 78/305,379**  
**Filing Date: September 25, 2003**  
**Applicant: F.N.B. Corporation**  
**Status: [REDACTED]**  
Attorney of Record: Jennifer L. Whitelaw

22. **Mark: BENEFITTRAC**  
**Serial No. 78/306,737**  
**Filing Date: September 29, 2003**  
**Applicant: F.N.B. Corporation**  
**Status: [REDACTED]**  
Attorney of Record: Jennifer L. Whitelaw