

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2001) Tab settings ⇒ ⇒ ⇒	<b>RECORDATION FORM COVER SHEET</b> <b>TRADEMARKS ONLY</b>	U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office
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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): Homeside Lending Delaware LLC <input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input type="checkbox"/> Corporation-State <input checked="" type="checkbox"/> Other <u>Delaware Limited Liability Company</u>	2. Name and address of receiving party(ies) Name: <u>Trust U/A between Washington Mutual Bank, FA, as</u> <u>Settlor, and Wilmington Trust Company and Washington</u> <u>Mutual Bank, FA as Co-Trustees</u> Internal Address: _____ Street Address: <u>1201 Third Avenue</u> City: <u>Seattle</u> State: <u>WA</u> Zip: <u>98101</u>
Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
3. Nature of conveyance: <input type="checkbox"/> Assignment <input checked="" type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____ Execution Date: <u>November 15, 2002</u>	<input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input type="checkbox"/> Corporation-State _____ <input checked="" type="checkbox"/> Other <u>Delaware Common Law Trust</u> <small>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No (Designations must be a separate document from assignment)</small> Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input type="checkbox"/> No

4. Application number(s) or registration number(s): A. Trademark Application No.(s) _____ B. Trademark Registration No.(s) <u>SEE ATTACHED</u>	
Additional number(s) attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>Grace J. Han</u> Internal Address: <u>Perkins Coie LLP</u> _____ _____ Street Address: <u>1201 Third Avenue, Suite 4800</u> _____ City: <u>Seattle</u> State: <u>WA</u> Zip: <u>98101</u>	6. Total number of applications and registrations involved <b>13</b> 7. Total fee (37 CFR 3.41) ..... \$ <u>340.00</u> <input checked="" type="checkbox"/> Enclosed <input type="checkbox"/> Authorized to be charged to deposit account 8. Deposit account number: <u>502278</u> (Attach duplicate copy of this page if paying by deposit account)
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**DO NOT USE THIS SPACE**

9. Statement and signature. <i>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</i>		
<u>Grace J. Han</u> Name of Person Signing	 Signature	<u>6/18/04</u> Date
Total number of pages including cover sheet, attachments, and documents: <input type="checkbox"/>		

Mail documents to be recorded with required cover sheet information to:  
Commissioner of Patent & Trademark, Box Assignments  
Washington, D.C. 20231

CH \$340.00 602278 2460666

**ATTACHMENT TO RECORDATION FORM COVER SHEET****TRADEMARK REGISTRATIONS FOR RECORDAL**

Trademark	Class	Country	Serial No.	Reg. No.
CREDITPOINT	036	United States	75/817,734	2,450,655
HOMESIDE	036	United States	75/072,177	2,129,406
HOMESIDE LENDING	036	United States	75/072,179	2,126,157
HOMESIDE LENDING, INC.	036	United States	75/072,178	2,160,826
HOMESIDE SOLUTIONS	035	United States	75/780,667	2,468,391
HOME OF NEW IDEAS IN LENDING	036	United States	75/110,157	2,120,524
PREFERRED PARTNERS	036	United States	74/602,215	1,937,111
QUICKCLOSE	036	United States	75/394,236	2,342,176
SMARTREFI	036	United States	75/706,791	2,329,670
XCEEDLOAN	009 035	United States	76/138,635	2,589,709
 HOME SIDE LENDING, INC.	036	United States	75/089,664	2,122,295
 HOME SIDE LENDING, INC.	036	United States	75/089,667	2,120,460
 HOME SIDE LENDING, INC.	036	United States	75/089,664	2,124,304

# Delaware

PAGE 1

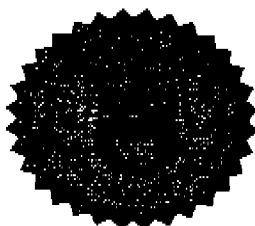
*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"HOMESIDE LENDING DELAWARE LLC", A DELAWARE LIMITED LIABILITY COMPANY,

WITH AND INTO "TRUST U/A DATED AS OF NOVEMBER 6, 2002 BETWEEN WASHINGTON MUTUAL BANK, FA, AS SETTLOR, AND WILMINGTON TRUST COMPANY" UNDER THE NAME OF "TRUST U/A DATED AS OF NOVEMBER 6, 2002 BETWEEN WASHINGTON MUTUAL BANK, FA, AS SETTLOR, AND WILMINGTON TRUST COMPANY", A COMMON LAW TRUST ORGANIZED AND EXISTING UNDER THE LAWS OF THE COUNTRY OF UNITED STATES, AS RECEIVED AND FILED IN THIS OFFICE THE FIFTEENTH DAY OF NOVEMBER, A.D. 2002, AT 6:02 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE FIFTEENTH DAY OF NOVEMBER, A.D. 2002, AT 8 O'CLOCK P.M.



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2097284

DATE: 11-19-02

TRADEMARK

REEL: 002873 FRAME: 0949

3591900 8100M

020704730

FROM MNA&amp;T

(FRI) 11. 15. 02 15:03/ST. 15:02/NO. 4261916020 P 2

**CERTIFICATE OF MERGER  
MÉRGING  
HOMESIDE LENDING DELAWARE LLC  
INTO  
TRUST U/A DATED AS OF NOVEMBER 6, 2002, BETWEEN WASHINGTON  
MUTUAL BANK, FA, AS SETTLOR, AND WILMINGTON TRUST COMPANY AND  
WASHINGTON MUTUAL BANK, FA, AS CO-TRUSTEES**

The Trust u/a dated as of November 6, 2002, between Washington Mutual Bank, FA, as settlor, and Wilmington Trust Company and Washington Mutual Bank, FA, as co-trustees, a Delaware common law trust (the "common law trust"), DOES HEREBY CERTIFY THAT:

FIRST: The name and jurisdiction of formation of each of the constituent entities in the merger are as follows:

<u>Name</u>	<u>Jurisdiction of Formation</u>
Homeside Lending Delaware LLC	Delaware
Trust u/a dated as of November 6, 2002, between Washington Mutual Bank, FA, as settlor, and Wilmington Trust Company and Washington Mutual Bank, FA, as co-trustees	Delaware

SECOND: An Agreement and Plan of Merger between the parties to the merger has been approved and executed by each of the constituent entities in accordance with the requirements of Section 18-209 of the Delaware Act and any other applicable Delaware law.

THIRD: The name of the surviving common law trust is Trust u/a dated as of November 6, 2002, between Washington Mutual Bank, FA, as settlor, and Wilmington Trust Company and Washington Mutual Bank, FA, as co-trustees.

FOURTH: The effective date and time of this Certificate shall be at 8:00 p.m. EST on November 15, 2002.

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 06:02 PM 11/15/2002  
020704730 2561656

**TRADEMARK**

REEL: 002873 FRAME: 0950

FROM MNA&T

(FRI)11.15'02 15:03/ST.15:02/NO.4261916020 P 3

FIFTH: The executed Agreement and Plan of Merger is on file at a place of business of the surviving common law trust. The address of such place of business is: 1201 Third Avenue, Seattle, Washington 98101.

SIXTH: A copy of the Agreement and Plan of Merger will be furnished by the surviving common law trust, on request and without cost, to any member of the constituent limited liability company and any person or entity holding an interest the surviving common law trust.

IN WITNESS WHEREOF, the surviving common law trust has caused this Certificate of Merger to be duly executed as of November 15, 2002.

THE TRUST U/A DATED AS OF NOVEMBER 6, 2002, BETWEEN WASHINGTON MUTUAL BANK, FA, AS SETTLOR, AND WILMINGTON TRUST COMPANY AND WASHINGTON MUTUAL BANK, FA, AS CO-TRUSTEES

By: Wilmington Trust Company, not in its individual capacity but solely as Administrative Trustee

By: Mary Kay Pupillo  
Name: Mary Kay Pupillo  
Title: Senior Financial Services Officer

By: Washington Mutual Bank, FA, as co-trustee

By: Craig S. Davis  
Name: Craig S. Davis  
Title: President, Home Loans and Insurance Services Group

310044

Grace J. Han  
Phone: 206.359.6483  
Fax: 206.359.7483  
Email: ghan@perkinscoie.com



1201 Third Avenue, Suite 4800  
Seattle, WA 98101-3099  
PHONE: 206.583.8888  
FAX: 206.583.8500  
www.perkinscoie.com

June 18, 2004

**VIA FACSIMILE**  
(703) 306-5995

Mail Stop: Assignment Recordation Services  
Director of the U.S. Patent and Trademark Office  
P. O. Box 1450  
Alexandria, Virginia 22313-1450

**Re: Recordation of Assignment of Trademark Rights**  
**Assignor: Homeside Lending Delaware LLC**  
**Assignee: Trust U/A between Washington Mutual Bank, FA, as Settlor,**  
**and Wilmington Trust Company and Washington Mutual**  
**Bank, FA as Co-Trustees**  
**Our Ref.: 53007-4000.0000.GX56**

Dear Sir/Madam:

Enclosed for recordation are copies of the Certificate of Merger Merging Homeside Lending Delaware LLC into Trust U/A between Washington Mutual Bank, FA, as Settlor, and Wilimington Trust Company and Washington Mutual Bank, FA as Co-Trustees, along with two copies of the recordation cover sheet. The Commissioner is authorized to charge the required fees to Deposit Account No. 502278.

Please direct all future correspondence regarding the registrations to the undersigned.

If you have any questions, please contact me.

Very truly yours,

  
Grace J. Han

GJH:gh  
Enclosures

cc: Lisa J. Campney, Esq./Washington Mutual, Inc.  
Susan P. Bermel, Paralegal



1201 Third Avenue, Suite 4800  
Seattle, WA 98101-3099  
PHONE: 206.359.8000  
FAX: 206.359.9000  
www.perkinscoie.com

**FACSIMILE COVER SHEET**

**CONFIDENTIAL AND PRIVILEGED**

If there are any problems with this transmission, please call:

- Central Fax Room: 206 359-8575     505 Union: 206 287-3505
- Galland Reception: 206 359-8000     \*Sender's name and phone number
- Individual Floor:

DATE: June 18, 2004 COVER SHEET & -6- PAGE(S)

CLIENT NUMBER: 53007-4000-000000

RETURN TO: (NAME) Julia Wood (EXT.) 3307 (ROOM No.) 3911

ORIGINAL DOCUMENT(S) WILL BE:  SENT TO YOU     HELD IN OUR FILES

<b>SENDER:</b>	<b>TELEPHONE:</b>	<b>FACSIMILE:</b>
<i>Gary Hammock</i>	<i>(206) 359-6680</i>	<i>(206) 359-7680</i>

<b>RECIPIENT:</b>	<b>COMPANY:</b>	<b>TELEPHONE:</b>	<b>FACSIMILE:</b>
<i>Assignment Recordation Services</i>	<i>U. S. Patent and Trademark Office</i>		<i>(703) 306-5995</i>

RE:

**Recordation of Assignment of Trademark Rights**  
**Assignor: Homeside Lending Delaware LLC**  
**Assignee: Trust U/A between Washington Mutual Bank, FA, as Settlor, and Wilmington Trust Company and Washington Mutual Bank, FA as Co-Trustees**  
**Our Ref: 53007-4000.0000.GX56**

This Fax contains confidential, privileged information intended only for the intended addressee. Do not read, copy or disseminate it unless you are the intended addressee. If you have received this Fax in error, please email it back to the sender at perkinscoie.com and delete it from your system or call us (collect) immediately at 206.359.8575, and mail the original Fax to Perkins Coie LLP, 1201 Third Avenue, Suite 4800, Seattle, WA 98101-3099.

ANCHORAGE · BEIJING · BELLEVUE · BOISE · CHICAGO · DENVER · HONG KONG · LOS ANGELES  
MENLO PARK · OLYMPIA · PORTLAND · SAN FRANCISCO · SEATTLE · WASHINGTON, D.C.

Perkins Cole LLP and Affiliates

[SL041700.233]

**RECORDED: 06/18/2004**

**TRADEMARK**  
**REEL: 002873 FRAME: 0953**