

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Regions Financial Corporation		12/14/2004	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Regions Asset Company
Street Address:	300 Delaware Avenue
Internal Address:	Suite 1212
City:	Wilmington
State/Country:	DELAWARE
Postal Code:	19801
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 30

Property Type	Number	Word Mark
Registration Number:	2367837	ACCESS LINK
Registration Number:	2808291	
Registration Number:	1048282	FIRST ALABAMA
Registration Number:	1048283	FIRST ALABAMA
Registration Number:	1048284	FIRST ALABAMA
Registration Number:	2599308	REGIONS BASIC BANKING
Registration Number:	2599309	REGIONS CLASSIC BANKING
Registration Number:	2007680	REGIONS COLLEGIATE CHECKING
Registration Number:	2599310	REGIONS E-SSENTIAL BANKING
Registration Number:	2737615	REGIONS E-TRACKER
Registration Number:	2326892	REGIONS EXPRESS
Registration Number:	2326890	REGIONS EXPRESS
Registration Number:	2257149	REGIONS FUNDS
Registration Number:	2399848	REGIONS FUNDS

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Registration Number:	2333115	REGIONS INVESTMENT COMPANY, INC.
Registration Number:	2326889	REGIONS INVESTMENT COMPANY, INC.
Registration Number:	2191050	REGIONS MILLENNIUM CD
Registration Number:	2191049	REGIONS MILLENNIUM CD
Registration Number:	2326893	REGIONS MORTGAGE, INC.
Registration Number:	2326891	REGIONS MORTGAGE, INC.
Registration Number:	2584509	REGIONS NET
Registration Number:	2250389	REGIONSNET
Registration Number:	2605827	REGIONS PREFERRED BANKING
Registration Number:	2599341	REGIONS PREFERRED PLUS BANKING
Registration Number:	2191540	REGIONS REWARDS
Registration Number:	2853194	RIGHT SOLUTION
Registration Number:	2850608	RIGHT SOLUTION PLUS
Registration Number:	2695637	THE STRENGTH TO HELP YOU DO MORE
Serial Number:	76426682	INTERACT
Serial Number:	76351448	REGIONS EZ COLLECT

CORRESPONDENCE DATA

Fax Number: (205)250-5034
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: (205)250-5041
Email: Hope.Mehlman@arlaw.com
Correspondent Name: Hope D. Mehlman
Address Line 1: 2100 3rd Avenue North
Address Line 2: Suite 1100
Address Line 4: Birmingham, ALABAMA 35203

ATTORNEY DOCKET NUMBER: 046213.000240

NAME OF SUBMITTER: Hope D. Mehlman

Total Attachments: 3
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ASSIGNMENT

THIS AGREEMENT is made and entered into this 14th day of December, 2004 by and between **REGIONS FINANCIAL CORPORATION**, a Delaware corporation, having an office and principal place of business at 417 20th Street North, Birmingham, County of Jefferson, Alabama 35203 ("Assignor"), and **REGIONS ASSET COMPANY**, a Delaware corporation, having an office and principal place of business at 300 Delaware Avenue, Suite 1212, Wilmington, County of New Castle, Delaware 19801 ("Assignee").

WITNESSETH

WHEREAS, Assignee desires to receive from Assignor an assignment of all the rights, title, and interest in the marks described and set forth on Schedule 1 (collectively, the "Marks"), attached hereto and made a part hereof; and

WHEREAS, Assignor desires to assign to Assignee all of its rights, titles, and interest in and to the Marks in accordance with the terms and conditions of this Agreement.

NOW, THEREFORE, in consideration of the foregoing and the mutual representations, warranties and agreements contained herein, the parties hereto agree as follows:

1. **Assignment.** Assignor does hereby assign and quit claim unto Assignee all rights, title and interest in and to the Marks and identified registrations thereof, together with the goodwill thereby.
2. **Assignments and Sublicenses.** Assignor acknowledges and agrees that, subject to the terms and conditions of this Agreement, only Assignee has the right to license other entities or individuals to use the Marks in any manner whatsoever. Assignor shall not grant to any entity or individual the right to use the Marks in any manner whatsoever.
3. **Further Assurances.** From time to time hereafter and without further consideration, Assignor shall execute and deliver such additional or further instruments of assignment and transfer or confirmation and take such actions as Assignee may reasonably request in order to more effectively confirm ownership in, assign and transfer to Assignee the Marks or as shall be reasonably necessary or appropriate in connection with carrying out the purposes of this Agreement.
4. **Counterparts.** This Agreement may be executed in counterparts, each of which when executed by the parties hereto shall be deemed an original and all of which together shall be deemed the same Agreement.
5. **Severability.** Should any part or provision of this Agreement be held unenforceable or in conflict with the law of any jurisdiction, the validity of the remaining parts or provisions will not be affected by such holding.

6. Successors. All the provisions hereof bind and inure to the benefit of Assignee, its successors, assigns, and representatives and Assignor, its successors and representatives.

7. Headings. Paragraph headings included in this Agreement are for convenience only and are not to affect the interpretation of, or be taken into consideration in interpreting, this Agreement.

8. Waiver; Modification. No change or modification of this Agreement will be valid or binding on the parties, nor will any waiver of any term or condition be deemed a waiver of any such term or condition in the future, unless such change or modification or waiver is in writing and signed by the parties.

9. Entire Agreement. This Agreement contains the entire agreement of the parties with respect to the subject matter hereof and supersedes all prior negotiations, representations or agreements, whether written or oral.

IN WITNESS WHEREOF, the parties have entered into this Agreement as of the day and year first above written.

ASSIGNOR:

ASSIGNEE:

REGIONS FINANCIAL CORPORATION

REGIONS ASSET COMPANY

By: 

By: 

Name: JAMES W. AHERNE

Name: Eric Haus

Title: Senior Vice President

Title: President

SCHEDULE 1

SERVICE MARK	REGISTRATION NUMBER/ SERIAL NUMBER
ACCESS LINK	2367837
CHEVRON DESIGN	2808291
FIRST ALABAMA	1048282
FIRST ALABAMA	1048283
FIRST ALABAMA	1048284
INTERACT	76426682
REGIONS BASIC BANKING	2599308
REGIONS CLASSIC BANKING	2599309
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