

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	01/28/2000

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
UST CORP.		01/28/2000	CORPORATION: MASSACHUSETTS

RECEIVING PARTY DATA

Name:	Citizens Financial Group, Inc.
Street Address:	One Citizens Plaza
City:	Providence
State/Country:	RHODE ISLAND
Postal Code:	02903
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	2367183	BOSTON BALANCED FUND

CORRESPONDENCE DATA

Fax Number: (617)523-1231
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 617.570.1292
 Email: mrovner@goodwinprocter.com
 Correspondent Name: Miriam J. Rovner, Senior Paralegal
 Address Line 1: Exchange Place, 53 State Street
 Address Line 2: Att: Goodwin Procter LLP
 Address Line 4: Needham, MASSACHUSETTS 02109-2881

NAME OF SUBMITTER:	Miriam J. Rovner
Signature:	/Miriam J. Rovner/

Date:

02/18/2005

Total Attachments: 4

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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 OWNERSHIP, WHICH MERGES:

"UST CORP.", A MASSACHUSETTS CORPORATION,

WITH AND INTO "CITIZENS FINANCIAL GROUP, INC." UNDER THE NAME OF "CITIZENS FINANCIAL GROUP, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-EIGHTH DAY OF JANUARY, A.D. 2000, AT 4:30 O'CLOCK P.M.

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050126744



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3687624

DATE: 02-16-05

TRADEMARK
REEL: 003032 FRAME: 0622

**CERTIFICATE OF OWNERSHIP AND MERGER
MERCING**

UST CORP.

a Massachusetts corporation

WITH AND INTO

CITIZENS FINANCIAL GROUP, INC.

a Delaware corporation

Citizens Financial Group, Inc. ("CFG"), a corporation incorporated on November 21, 1984 pursuant to the provisions of the Delaware Business Corporation Law, does hereby certify as follows:

FIRST: That CFG owns one hundred percent (100%) of the issued and outstanding common stock of UST Corp. ("UST"), a Massachusetts corporation, which was incorporated on August 1, 1967 pursuant to the Massachusetts Business Corporation Law (M.G.L. ch. 156B, §§ 1 et seq.);

SECOND: That CFG, by following resolutions of its Board of Directors, duly adopted by the Board of Directors of CFG on January 20, 2000, did determine to merge UST with and into itself, which resolutions are in the following words:

RESOLVED: To approve and adopt the proposal to merge (the "Merger") UST Corp. ("UST"), a Massachusetts corporation and direct, wholly-owned subsidiary of CFG, with and into CFG, with CFG as the surviving entity;

RESOLVED: To approve and adopt the Agreement and Plan of Merger (the "Merger Agreement") by and between CFG and UST, in substantially the form presented at this meeting, and the consummation of the transactions contemplated thereby, including, without limitation, the Merger and CFG's assumption and possession of all of the estate, property, rights, privileges and franchises of UST;

RESOLVED: To authorize, direct and empower the Chairman of the Board, the President, any Executive Vice President, any Senior Vice President, any Vice President, the Treasurer, any Assistant Treasurer, the Secretary and any Assistant Secretary (collectively, the "Authorized Persons"), and each of them acting singly, in the name and on behalf of CFG, to execute and deliver (i) the Merger Agreement, with such changes, additions and modifications as such officer or officers of CFG executing and delivering the same shall approve, such execution and delivery to be conclusive evidence of such approval on behalf of CFG, and (ii) any

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 04:30 PM 01/28/2000
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agreement, document, instrument or certificate relating in any way to the matters described in the Merger Agreement and which the Authorized Persons, or any one of them acting singly, deem desirable in furtherance of the transactions contemplated therein, including, without limitation, the Merger Agreement and, subject to consummation of the Merger, Articles of Merger of Parent and Subsidiary Corporation (the "Articles") to be filed with the Secretary of the Commonwealth of Massachusetts (the "Massachusetts Secretary") and a Certificate of Ownership and Merger (the "Certificate") with the Secretary of the State of Delaware (the "Delaware Secretary"), such certificate to set forth, among other things, a copy of these resolutions and the date of adoption thereof;

RESOLVED: That the Merger shall be effective upon the date of filing the Certificate with the Delaware Secretary and the filing the Articles with the Massachusetts Secretary;

RESOLVED: To authorize the foregoing resolutions to be amended or terminated and abandoned by the Board of Directors of CFG at any time prior to the date of filing of the Certificate with the Delaware Secretary and the filing the Articles with the Massachusetts Secretary;

RESOLVED: To authorize CFG, in its capacity as sole stockholder of UST, to duly execute UST's Consent in Lieu of Meeting of Sole Stockholder in favor of the Merger Agreement, substantially in the form presented at this meeting;

RESOLVED: To authorize, empower and direct the officers of CFG, and each of them acting singly, to take all such further action and to prepare, execute, deliver and file all such agreements, instruments, documents and certificates in the name and on behalf of CFG and to incur and to any such fees and expenses as they, or any one of them, shall deem necessary, desirable or appropriate in order to carry out the foregoing resolutions; and


RESOLVED: That any and all actions heretofore taken for, and in the name and on behalf of, CFG by the officers or directors of CFG in connection with the transactions contemplated by the foregoing votes be, and hereby are, ratified, approved, adopted and confirmed in all respects.

THIRD: That the proposed merger has been adopted, approved, certified, executed and acknowledged by CFG, in accordance with the relevant provisions of the Delaware Business Corporation Law under which CFG is organized and by UST, in accordance with the relevant provisions of the Massachusetts Business Corporation Law under which UST is organized.

[REMAINDER OF THIS PAGE INTENTIONALLY LEFT BLANK.]

IN WITNESS WHEREOF, CFG has caused this Certificate to be signed by its duly elected, qualified and acting President and attested to by its duly elected, qualified and acting Secretary, and its corporate seal to be hereto affixed, this 24th day of January, 2000.

CITIZENS FINANCIAL GROUP, INC.

By: 
Name: Lawrence K. Fish
Title: President

Attest:

By: 
Name: Joel J. Brickman
Title: Secretary

[Seal]

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