

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	01/21/2005

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Waypoint Financial Corp		01/21/2005	CORPORATION: PENNSYLVANIA

RECEIVING PARTY DATA

Name:	Sovereign Bancorp, Inc.
Street Address:	1500 Market Street
City:	Philadelphia
State/Country:	PENNSYLVANIA
Postal Code:	19102
Entity Type:	CORPORATION: PENNSYLVANIA

PROPERTY NUMBERS Total: 4

Property Type	Number	Word Mark
Registration Number:	2517315	W
Registration Number:	2880909	WAYPOINT
Registration Number:	2888104	WAYPOINT BANK
Registration Number:	2888134	W WAYPOINT BANK

CORRESPONDENCE DATA

Fax Number: (617)833-2700
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 617-832-1000
 Email: jwelch@foleyhoag.com
 Correspondent Name: John L. Welch
 Address Line 1: Foley Hoag LLP
 Address Line 2: 155 Seaport Boulevard
 Address Line 4: Boston, MASSACHUSETTS 02210

NAME OF SUBMITTER:	John L. Welch
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CH \$115.00 2517315

Signature:	/johnlwelch/
Date:	11/29/2005
Total Attachments: 3 source=Certificate of Merger Waypoint Sovereign Bancorp#page1.tif source=Certificate of Merger Waypoint Sovereign Bancorp#page2.tif source=Certificate of Merger Waypoint Sovereign Bancorp#page3.tif	

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**PENNSYLVANIA DEPARTMENT OF STATE
 CORPORATION BUREAU**

Articles/Certificate of Merger
 (15 Pa.C.S.)

Entity Number
 936094

- Domestic Business Corporation (§ 1926)
 Domestic Nonprofit Corporation (§ 5926)
 Limited Partnership (§ 8547)

Name		
Address		
City	State	Zip Code

Document will be returned to the name and address you enter to the left.



Fee: \$150 plus \$40 additional for each Party in addition to two

Filed in the Department of State on JAN 21 2005

Peter C. Cortis

Secretary of the Commonwealth

Peter C. Cortis

In compliance with the requirements of the applicable provisions (relating to articles of merger or consolidation), the undersigned, desiring to effect a merger or consolidation, hereby state that:

1. The name of the corporation/limited partnership surviving the merger is:
 Sovereign Bancorp, Inc.

2. Check and complete one of the following:

The surviving corporation/limited partnership is a domestic business/nonprofit corporation/limited partnership and the (a) address of its current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):

(a) Number and Street	City	State	Zip	County
1500 Market Street	Philadelphia	Pennsylvania	19102	Philadelphia

(b) Name of Commercial Registered Office Provider _____ County _____
 c/o _____

The surviving corporation/limited partnership is a qualified business/nonprofit corporation/limited partnership formed under the laws of _____ and the (a) address of its current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):

(a) Number and Street	City	State	Zip	County

(b) Name of Commercial Registered Office Provider _____ County _____
 c/o _____

The surviving corporation/limited partnership is a nonqualified business/nonprofit corporation/limited partnership formed under the laws of _____ and the address of its principal office under the laws of such domiciliary jurisdiction is:

Number and Street	City	State	Zip

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DSCB: 15-1926/5926/8547-3

IN TESTIMONY WHEREOF, the undersigned corporation/limited partnership has caused this Articles/Certificate of Merger to be signed by a duly authorized member or manager thereof this

21st day of January 2005.

Sovereign Bancorp, Inc.

Name of Corporation/Limited Partnership

Mark H. Miller

Signature

Senior Vice President

Title

Waypoint Financial Corp.

Name of Corporation/Limited Partnership

Waypoint Financial Corp.

Signature

President/Chief Executive Officer

Title

506216v1/07352.303

RECORDED: 11/29/2005

TRADEMARK
REEL: 003200 FRAME: 0543