

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
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<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	CHANGE OF NAME		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
The People's Bank & Trust Company		02/01/2005	CORPORATION: MISSISSIPPI
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Renasant Bank		
<b>Street Address:</b>	209 Troy Street		
<b>City:</b>	Tupelo		
<b>State/Country:</b>	MISSISSIPPI		
<b>Postal Code:</b>	38804		
<b>Entity Type:</b>	Chartered Bank: MISSISSIPPI		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	1980410	WILLIAM TELLER HANDYCHECK	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(901)577-4257		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	(901) 577-2180		
<b>Email:</b>	vjohnson@bakerdonelson.com		
<b>Correspondent Name:</b>	Valerie Walsh Johnson, Esq.		
<b>Address Line 1:</b>	165 Madison Avenue, Suite 2000		
<b>Address Line 2:</b>	c/o Baker, Donelson, Bearman, et al.		
<b>Address Line 4:</b>	Memphis, TENNESSEE 38103		
<b>ATTORNEY DOCKET NUMBER:</b>	2788349-3 WILLIAM TELLER		
<b>NAME OF SUBMITTER:</b>	Valerie Walsh Johnson, Esq.		
<b>Signature:</b>	/valerie walsh johnson/		

OP \$40.00 1980410

Date:

12/21/2005

**Total Attachments: 13**

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**STATE OF MISSISSIPPI**  
**SECRETARY OF STATE'S OFFICE**  
**ERIC CLARK**  
**SECRETARY OF State**  
**JACKSON, MISSISSIPPI**

**SECRETARY OF STATE**

*I, Eric Clark, Secretary of State, do certify that the Amendment to the Charter of Incorporation hereto attached of:*

**THE PEOPLES BANK & TRUST COMPANY**  
**TUPELO, LEE COUNTY, MISSISSIPPI-**

*Changing its name to*

**RENASANT BANK**  
**TUPELO, LEE COUNTY, MISSISSIPPI**

*was pursuant to the provisions of the laws of Mississippi recorded in the Records of Incorporations in Photostat Book 376 on Pages 813 – 825 in this office,*

*I have hereunto set my hand and caused the Seal of the Great State of Mississippi, to be affixed this the 20<sup>th</sup> day of January, 2004*

*Eric Clark*

ERIC CLARK



001010379

MISSISSIPPI

BK 370-814

SECRETARY OF STATE

STATE OF MISSISSIPPI

Office of the Governor



The within and foregoing Amendment to the Charter of Incorporation of

**THE PEOPLES BANK & TRUST COMPANY  
TUPELO, LEE COUNTY, MISSISSIPPI**

changing its name to

**RENASANT BANK  
TUPELO, LEE COUNTY, MISSISSIPPI**

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed this 20<sup>th</sup> day of January, 2005.

*[Handwritten Signature]*  
GOVERNOR

001010379

ATTEST:

SECRETARY OF STATE

BK376-815

SECRETARY OF STATE

Received at the Office of the Secretary of State, this the 18th day of January A.D., 2005, together with the sum of \$50 deposited to cover the recording fee and referred to the Attorney General for his opinion.

*Eric Clark*

SECRETARY OF STATE

JACKSON, MISSISSIPPI

*January 18, 2005*

I have examined this Amendment to the Charter of Incorporation of The Peoples Bank & Trust Company, Tupelo, Lee County, Mississippi and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

JIM HOOD  
ATTORNEY GENERAL OF MISSISSIPPI

BY: *Geoffrey Morgan*  
GEOFFREY MORGAN  
SPEC. ASST. ATTORNEY GENERAL

001010379

BK 374-816  
SECRETARY OF STATE

# MISSISSIPPI

## DEPARTMENT OF BANKING AND CONSUMER FINANCE

The within and foregoing Amendment to the Charter of Incorporation of

**THE PEOPLES BANK & TRUST COMPANY  
TUPELO, LEE COUNTY, MISSISSIPPI**

changing its name to

**RENASANT BANK  
TUPELO, LEE COUNTY, MISSISSIPPI**

is hereby approved.

001010379



In testimony whereof, I have hereunto set my hand and caused the Seal of the Department of Banking and Consumer Finance, State of Mississippi, to be affixed, this the 10th day of January, 2005.

**John S. Allison  
Commissioner**

OFFICE OF THE MISSISSIPPI SECRETARY OF STATE  
P.O. BOX 136, JACKSON, MS 39205-0136 (601) 359-1333  
Articles of Amendment

\*0012-1-

3\*

BK 376817

SECRETARY OF STATE

The undersigned persons, pursuant to Section 79-4-10.06 (if a profit corporation) or Section 79-11-305 (if a nonprofit corporation) of the Mississippi Code of 1972, hereby execute the following document and set forth:

RECEIVED

JAN 10 2005

DEPT OF BANKING  
AND CONSUMER FINANCE  
STATE OF MISSISSIPPI

1. Type of Corporation

⇨  Profit  Nonprofit

2. Name of Corporation

⇨

3. The future effective date is  
(Complete if applicable)

4. Set forth the text of each amendment adopted. (Attach page)

5. If an amendment for a business corporation provides for an exchange, reclassification, or cancellation of issued shares, set forth the provisions for implementing the amendment if they are not contained in the amendment itself. (Attach page)

6. The amendment(s) was (were) adopted on

⇨  Date(s)

FOR PROFIT CORPORATION (Check the appropriate box)

⇨ Adopted by  the incorporators  directors without shareholder action and shareholder action was not required.

FOR NONPROFIT CORPORATION (Check the appropriate box)

⇨ Adopted by  the incorporators  board of directors without member action and member action was not required.

FOR PROFIT CORPORATION

7. If the amendment was approved by shareholders

(a) The designation, number of outstanding shares, number of votes entitled to be cast by each voting group entitled to vote separately on the amendment, and the number of votes of each voting group indisputably represented at the meeting were

Designation	No. of outstanding shares	No. of votes entitled to be cast	No. of votes indisputably represented
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\* 0012-2- ...

3 \* BK374-818

SECRETARY OF STATE

↓	Common Stock	772,822	772,822	772,822
↓				

(b) EITHER

(i) the total number of votes cast for and against the amendment by each voting group entitled to vote separately on the amendment was

Voting group	Total no. of votes cast FOR	Total no. of votes cast AGAINST
↓		
↓		

OR

(ii) the total number of undisputed votes cast for the amendment by each voting group was

Voting group	Total no. of undisputed votes cast FOR the plan
↓	Common Stock 772,822
↓	

and the number of votes cast for the amendment by each voting group was sufficient for approval by that voting group.

FOR NONPROFIT CORPORATION

8. If the amendment was approved by the members

(a) The designation, number of memberships outstanding, number of votes entitled to be cast by each class entitled to vote separately on the amendment, and the number of votes of each class indisputably represented at the meeting were

Designation	No. of memberships outstanding	No. of votes entitled to be cast	No. of votes indisputably represented
↓			
↓			

Rev. 01/96

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\*0012-3-

3\*

BK 976-819

SECRETARY OF STATE

(b) EITHER

(i) the total number of votes cast for and against the amendment by each class entitled to vote separately on the amendment was

Voting class	Total no. of votes cast FOR	Total no. of votes cast AGAINST
↓		
↓		

OR

(ii) the total number of undisputed votes cast for the amendment by each class was

Voting class	Total no. of undisputed votes cast FOR the amendment
↓	
↓	

and the number of votes cast for the amendment by each voting group was sufficient for approval by that voting group.

By: Signature

(Please keep writing within blocks)



Printed Name

E. Robinson McGraw

Title

President

001010379

BK 76-820

SECRETARY OF STATE

AMENDMENT TO THE ARTICLES OF INCORPORATION  
OF THE PEOPLES BANK & TRUST COMPANY

Effective the 1<sup>st</sup> day of February, 2005, the Articles of Incorporation of The Peoples Bank & Trust Company shall be amended in the following particulars:

The name of the corporation shall be changed from The Peoples Bank & Trust Company to Renasant Bank.

001010379

BK376-821

**CERTIFICATE OF THE PRESIDENT OF PEOPLES BANK & TRUST COMPANY SECRETARY OF STATE  
REGARDING RESOLUTIONS**

The undersigned hereby certifies that he is the duly elected, qualified and acting President and Chief Executive Officer of The Peoples Bank & Trust Company, a Mississippi banking corporation, and that as such he is familiar with the properties, affairs and records of The Peoples Bank & Trust Company. The undersigned does **HEREBY FURTHER CERTIFY** as follows:


1. That at a meeting of The Board of Directors of The Peoples Bank & Trust Company, duly called and held on November 22, 2004, at which meeting a quorum was present and acting throughout, the Board of Directors adopted the following resolution:

RESOLVED, that the board recommend to its sole shareholder, The Peoples Holding Company, that the name of the corporation be changed from The Peoples Bank & Trust Company to Renasant Bank, and upon approval by such shareholder of the name change, the President and Chief Executive Officer or any other officer of The Peoples Bank & Trust Company are hereby authorized to take such action that he or she deems necessary or appropriate to effectuate such change of name.

2. That the seal affixed hereto is the corporate seal of The Peoples Bank & Trust Company.

The undersigned further certifies that he or she is the duly appointed and acting official in charge of the books and records including the minutes of proceedings of The Peoples Bank & Trust Company, that the foregoing resolution has not been amended, revised, modified, supplemented or rescinded and that such resolution remains in full force and effect.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed seal of The Peoples Bank & Trust Company on this the 6<sup>th</sup> day of January, 2005

By:   
Name: E. Robinson McGraw  
Title: President and Chief Executive Officer

CORPORATE SEAL

001010379

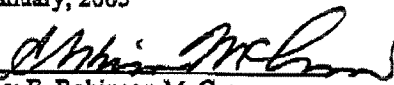
BK 314-822  
SECRETARY OF STATE

CERTIFICATE OF THE PRESIDENT  
OF THE PEOPLES BANK & TRUST COMPANY  
REGARDING CONSENT

The undersigned hereby certifies that he is the duly elected, qualified and acting President of The Peoples Bank & Trust Company, a Mississippi corporation, and that as such he is familiar with the properties, affairs and records of The Peoples Bank & Trust Company. The undersigned does HEREBY FURTHER CERTIFY as follows:

1. That the number of outstanding shares of common stock of The Peoples Bank & Trust Company total 772,822.
2. That there are no other outstanding shares of stock of The Peoples Bank & Trust Company other than the aforementioned common stock.
3. That The Peoples Holding Company is the owner of all the outstanding shares of common stock of The Peoples Bank & Trust Company.
4. That the Consent of the Sole Shareholder of The Peoples Bank & Trust Company, attached hereto as Exhibit A, was duly consented to and adopted by The Peoples Holding Company without a meeting on the date and year set forth therein pursuant to the authority of Section 79-4-7.04 of the Mississippi Code of 1972, and as provided by said statute, such consent has the effect of a meeting vote.
5. That the attached Consent of the Sole Shareholder of The Peoples Bank & Trust Company has not been amended, revised, modified, supplemented or rescinded and remains in full force and effect.
6. That he was duly authorized to execute this Certificate and the attached Consent of the Sole Shareholder of The Peoples Bank & Trust Company by resolution of the Board of Directors of The Peoples Holding Company and The Peoples Bank & Trust Company, adopted November 22, 2004.
7. That the seal affixed hereto is the corporate seal of The Peoples Bank & Trust Company.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed seal of The Peoples Bank & Trust Company on this the 6<sup>th</sup> day of January, 2005

By:   
Name: E. Robinson McGraw  
Title: President of The Peoples Bank & Trust Company

CORPORATE SEAL

001010379

BK 376 - 823

**EXHIBIT COPY**

CONSENT OF THE SOLE SHAREHOLDER OF  
THE PEOPLES BANK & TRUST COMPANY

The undersigned, The Peoples Holding Company, acting without a meeting pursuant to § 79-4-7.04 of the Mississippi Code of 1972 and as the sole owner of all outstanding shares of common stock of The Peoples Bank & Trust Company, does hereby consent to the following action:

RESOLVED, that effective the 1<sup>st</sup> day of February, 2005, the Articles of Incorporation of The Peoples Bank & Trust Company shall be amended to change the name of the corporation from The Peoples Bank & Trust Company to Renasant Bank.

RESOLVED FURTHER, that the President and Chief Executive Officer or any other officer or director of The Peoples Holding Company, or its subsidiary The Peoples Bank & Trust Company, shall be, and they hereby are, authorized (to the extent authorization from the undersigned shareholder is necessary) to take such action as he or she deems necessary or appropriate to effectuate such amendment to the Articles of Incorporation including, without limitation, such action as may be necessary to comply with § 81-3-15 of the Mississippi Code of 1972 or any other or any other applicable law or regulation.

The undersigned, The Peoples Holding Company, does further waive notice of or the need for a meeting of stockholders with respect to the resolutions set forth herein.

CONSENTED to and adopted by The Peoples Holding Company as sole shareholder of The Peoples Bank & Trust Company as of the 17<sup>th</sup> day of December, 2004.

The Peoples Holding Company

By: 

Name: E. Robinson McGraw

Title: President and Chief Executive Officer

001010379

EXHIBIT A

BK 374-824

**SECRETARY OF STATE** CONSENT OF THE SOLE SHAREHOLDER OF  
THE PEOPLES BANK & TRUST COMPANY

The undersigned, The Peoples Holding Company, acting without a meeting pursuant to § 79-4-7.04 of the Mississippi Code of 1972 and as the sole owner of all outstanding shares of common stock of The Peoples Bank & Trust Company, does hereby consent to the following action:

RESOLVED, that effective the 1<sup>st</sup> day of February, 2005, the Articles of Incorporation of The Peoples Bank & Trust Company shall be amended to change the name of the corporation from The Peoples Bank & Trust Company to Renasant Bank.

RESOLVED FURTHER, that the President and Chief Executive Officer or any other officer or director of The Peoples Holding Company, or its subsidiary The Peoples Bank & Trust Company, shall be, and they hereby are, authorized (to the extent authorization from the undersigned shareholder is necessary) to take such action as he or she deems necessary or appropriate to effectuate such amendment to the Articles of Incorporation including, without limitation, such action as may be necessary to comply with § 81-3-15 of the Mississippi Code of 1972 or any other or any other applicable law or regulation.

The undersigned, The Peoples Holding Company, does further waive notice of or the need for a meeting of stockholders with respect to the resolutions set forth herein.

CONSENTED to and adopted by The Peoples Holding Company as sole shareholder of The Peoples Bank & Trust Company as of the 17<sup>th</sup> day of December, 2004.

The Peoples Holding Company

By:   
Name: E. Robinson McGraw  
Title: President and Chief Executive Officer

001010379

BK376-825

SECRETARY OF STATE

**SECRETARY'S CERTIFICATE OF  
THE PEOPLES HOLDING COMPANY  
REGARDING RESOLUTIONS**

The undersigned hereby certifies that she is the duly elected, qualified and acting Secretary of The Peoples Holding Company, a Mississippi corporation, and that as such she is familiar with the properties, affairs and records of The Peoples Holding Company. The undersigned does HEREBY FURTHER CERTIFY as follows:

1. That at a meeting of The Board of Directors of The Peoples Holding Company, duly called and held on November 22, 2004, at which meeting a quorum was present and acting throughout, the Board of Directors adopted the following resolution:

RESOLVED, that the Articles of Incorporation of The Peoples Bank & Trust Company be amended to change the name of the corporation from The Peoples Bank & Trust Company to Renasant Bank, and that the President and Chief Executive Officer of The Peoples Holding Company or any other officer of The Peoples Holding Company be authorized to execute a consent as sole shareholder or otherwise vote the shares of common stock held by the corporation in The Peoples Bank & Trust Company in favor of such amendment and to take such other action as he or she deems necessary or appropriate to effectuate such change of name.

2. That the seal affixed hereto is the corporate seal of The Peoples Holding Company.

The undersigned further certifies that he or she is the duly appointed and acting official in charge of the books and records including the minutes of proceedings of The Peoples Holding Company, that the foregoing resolution has not been amended, revised, modified, supplemented or rescinded and that such resolution remains in full force and effect.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed seal of The Peoples Holding Company on this the 6<sup>th</sup> day of January, 2005

By: Martha Webb  
Name: Martha Webb  
Title: Secretary

CORPORATE SEAL

001010379