

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

|                       |                |
|-----------------------|----------------|
| SUBMISSION TYPE:      | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | MERGER         |
| EFFECTIVE DATE:       | 04/13/2006     |

**CONVEYING PARTY DATA**

| Name                   | Formerly | Execution Date | Entity Type                                 |
|------------------------|----------|----------------|---|
| Republic National Bank |          | 08/25/2006     | National Banking Association: UNITED STATES |

**RECEIVING PARTY DATA**

|                 |  |
|-----------------|--|
| Name:           | Trustmark National Bank                                |
| Street Address: | P.O. Box 291   |
| City:           | Jackson  |
| State/Country:  | MISSISSIPPI  |
| Postal Code:    | 39205  |
| Entity Type:    | Federally Chartered Banking Institution: UNITED STATES |

**PROPERTY NUMBERS Total: 1**

| Property Type  | Number   | Word Mark              |
|----------------|----------|------------------------|
| Serial Number: | 78463001 | REPUBLIC NATIONAL BANK |

**CORRESPONDENCE DATA**

Fax Number: (212)894-5765  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 2129406365  
 Email: bret.danow@kattenlaw.com  
 Correspondent Name: Bret J. Danow  
 Address Line 1: 575 Madison Avenue  
 Address Line 4: New York, NEW YORK 10022-2585

|                         |               |
|-------------------------|---------------|
| ATTORNEY DOCKET NUMBER: | 100099-00001  |
| NAME OF SUBMITTER:      | Bret J. Danow |
| Signature:              | /s/           |

CH \$40.00 78463001

Date:

08/28/2006

Total Attachments: 3

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## **OMNIBUS ASSIGNMENT OF INTELLECTUAL PROPERTY**

WHEREAS, Republic National Bank, a national banking association organized and existing under the laws of the United States of America, having a place of business at 6809 FM 1960 West, Houston, Texas 77069 ("Assignor"), is the owner of all right, title and interest in and to the mark REPUBLIC NATIONAL BANK and all variations and formatives thereof and all secondary marks (including but not limited to logos, color schemes and tag lines) used in connection therewith and also including all common law rights therein as well as the trademark filings therefor which are listed on Exhibit A attached hereto and made a part hereof (collectively, the "Trademarks"), as well as the goodwill associated with the Trademarks; and

WHEREAS, Trustmark National Bank, a federally chartered banking institution organized and existing under the laws of the United States of America, having a place of business at P.O. Box 291, Jackson, Mississippi 39205 ("Assignee"), is desirous of acquiring the Trademarks and the goodwill associated therewith;

NOW, THEREFORE, for good and valuable consideration as set forth in that certain Agreement and Plan of Reorganization effective as of April 13, 2006, as amended by the First Amendment to Agreement and Plan of Reorganization dated May 16, 2006, the receipt of which is hereby acknowledged, Assignee and Assignor agree as follows:

Assignor hereby sells, assigns and transfers to Assignee all right, title and interest, in and to the Trademarks (including any state and federal trademark applications filed and registrations issued therefor) and the goodwill associated therewith, and all income, royalties, damages and payments now or hereafter due or payable in respect to the Trademarks, and all causes of action (either in law or in equity) and the right to sue, counterclaim and recover for past, present and future infringement of the intellectual property and the rights thereto.

Assignor confirms that it will provide Assignee with whatever reasonable assistance is required in the preparation of any assignment documents necessary to confirm and effect the assignment and transfer to Assignee of Assignor's right, title and interest in the Trademarks and will take whatever actions are necessary to assist Assignee to register, protect, maintain and enforce the Trademarks, including, but not limited to, executing any assignment or confirmatory documents necessary in Assignee's sole discretion.

[Signature Page Follows]

IN WITNESS WHEREOF, Assignor and Assignee have caused this Assignment to be signed in their respective corporate names by a duly authorized officer as of August 25, 2006.

REPUBLIC NATIONAL BANK

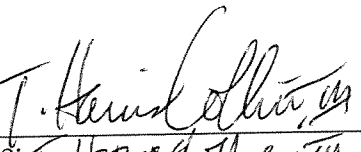
By: 

Name: C. P. Bryan

Title: President and Chief Executive Officer

ACCEPTED AND ACKNOWLEDGED BY:

TRUSTMARK NATIONAL BANK

By: 

Name: T. Howard Collier

Title: General Counsel

**Exhibit A**

**Trademarks**

| <b><u>Mark</u></b>                 | <b><u>Application /<br/>Registration No.</u></b> | <b><u>Application /<br/>Issuance Date</u></b> | <b><u>Jurisdiction</u></b> |
|------------------------------------|--|---|----------------------------|
| REPUBLIC NATIONAL BANK &<br>Design | A – 78/463,001                                   | August 5, 2004                                | United States              |
| REPUBLIC NATIONAL BANK             | R – 58351  | January 8, 1999                               | Texas                      |