

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
Wachovia Bank, National Association		12/20/2006	National Association: NORTH CAROLINA
RECEIVING PARTY DATA			
Name:	J. Reisman & Sons, Inc.		
Street Address:	Route 130 and Hylton Road		
City:	Pennsauken		
State/Country:	NEW JERSEY		
Postal Code:	08110		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	0610479	REISMAN	
CORRESPONDENCE DATA			
Fax Number:	(781)622-5933		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	781 622 5930		
Email:	tdunn@mbbp.com		
Correspondent Name:	Thomas F. Dunn		
Address Line 1:	1601 Trapelo Road		
Address Line 2:	Suite 205		
Address Line 4:	Waltham, MASSACHUSETTS 02451		
ATTORNEY DOCKET NUMBER:	REISMAN		
NAME OF SUBMITTER:	Thomas F. Dunn		
Signature:	/Thomas F. Dunn/		

CH \$40.00 0610479

Date:

12/29/2006

Total Attachments: 23

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ASSIGNMENT OF TRADEMARKS

WHEREAS, on December 16, 1993, J. Reisman & Sons, Inc., a Delaware corporation having offices at Route 130 and Hylton Road, Pennsauken, New Jersey 08110 ("Reisman"), in consideration of a certain Loan and Security Agreement (the "Loan Agreement") dated of even date therewith, assigned to New Jersey National Bank, a national banking association organized and existing under the laws of the United States of America ("New Jersey National Bank"), all right, title and interest in and to the REISMAN trademark in U.S. Reg. No. 0610479 (the "Mark"), which assignment is recorded at the United States Patent and Trademark Office at Reel/Frame 1128/0416;

WHEREAS, ") as evidenced by the following documents, copies of which are attached hereto as Exhibit A, Wachovia Bank, National Association, with its main office located in Charlotte, North Carolina ("Assignor") is successor in interest to New Jersey National Bank:

1. Effective as of December 6, 1996, New Jersey National Bank merged with Corestates Bank, National Association under the title Corestates Bank, National Association; and
2. On May 15, 1998, Corestates Bank merged with and into First Union National Bank (Charlotte, North Carolina); and
3. On February 26, 1998, First Union National Bank merged into and under the charter and title of First Union National Bank (Avondale, Pennsylvania); and
4. On April 1, 2002, Wachovia National Bank merged into and under the charter of First Union National Bank with the resulting title of Wachovia Bank, National Association; and
5. On March 1, 2006, Wachovia Bank, National Association merged with and into Western Financial Bank, National Association, with the resulting title of Wachovia Bank, National Association.

WHEREAS, Reisman has satisfied its obligations under the Loan Agreement and is desirous of reacquiring the Mark;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby assigns to Assignee all right, title and interest it may now have, may ever have had or may ever have, in and to the Mark and the good will of the business symbolized thereby, including all rights to sue and recover for past infringements thereof.

The Assignor further agrees that Assignor will, without demanding any further consideration therefore, at the request but at expense of the Assignee, do all lawful and just acts, including the execution and acknowledgement of instruments, that may be or become necessary for obtaining, sustaining, or renewing the Mark, and for maintaining and perfecting the Assignee's right to the Mark.

DATE: 12/20, 2006

WACHOVIA BANK, NATIONAL ASSOCIATION

By:

Signature

Printed Name

Title

Carmen R. Adams
CARMEN R. ADAMS
VICE PRESIDENT

EXECUTED under seal this 20th day of December, 2006.

STATE OF NORTH CAROLINA

Cathy P. Macklesburg SS.

December 20., 2006

Then personally appeared Carmen R. Adams who, being by me duly sworn, did say that s/he is Vice President of Wachovia Bank, National Association and acknowledged the foregoing instrument to be ~~his~~/her free act and deed, before me.

Eileen S. Dula
NOTARY PUBLIC Eileen S. Dula
My Commission Expires 3/4/2011

TRADEMARK

REEL: 003452 FRAME: 0785

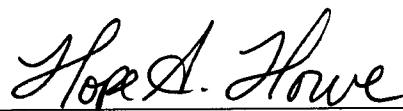
AFFIDAVIT OF MERGER

I, Hope A. Howe, being a duly appointed and acting Assistant Secretary of Wachovia Bank, National Association, hereby certify the following:

1. Effective December 6, 1996, New Jersey National Bank merged with and into CoreStates Bank, National Association, as evidenced by a copy of the certification letter from the Comptroller of Currency, Administrator of National Banks, attached hereto as Exhibit "A"; and
2. Effective May 15, 1998, CoreStates Bank, National Association, merged with and into First Union National Bank, as evidenced by a copy of the certification letter from the Comptroller of Currency, Administrator of National Banks, attached hereto as Exhibit "B"; and
3. Effective February 26, 1998, First Union National Bank (Charlotte, North Carolina) merged with and into First Union National Bank (Avondale, Pennsylvania), with the resulting bank located in Charlotte, North Carolina, as evidenced by a copy of the certification letter from the Comptroller of Currency, Administrator of National Banks, attached hereto as "Exhibit C"; and
4. Effective April 1, 2002, Wachovia Bank, National Association, with and into First Union National Bank, with the resulting title of Wachovia Bank, National Association, as evidenced by a copy of the certification letter from the Comptroller of Currency, Administrator of National Banks, attached hereto as "Exhibit D"; and
5. On March 1, 2006, Wachovia Bank, National Association, Charlotte, North Carolina (Charter No. 1), merged with and into Western Financial Bank, National Association (Charter No. 24648), subsequent to the conversion on March 1, 2006 of Western Financial Bank, Irvine, California, to a national banking association named Western Financial Bank, National Association. The title of the resulting bank is Wachovia Bank, National Association, with its main office located in Charlotte, North Carolina, and the comptroller of the Currency has reassigned Charter No. 1 to the resulting bank, as evidenced by a copy of the official certification of the Office of the Comptroller of the Currency, Administrator of National Banks, attached hereto as "Exhibit E."

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed the seal of this Association on this 5th day of December 2006.

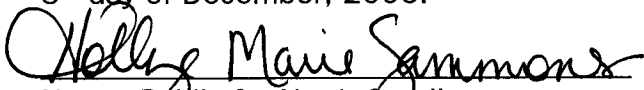
(SEAL)



Hope A. Howe
Assistant Secretary
Wachovia Bank, National Association

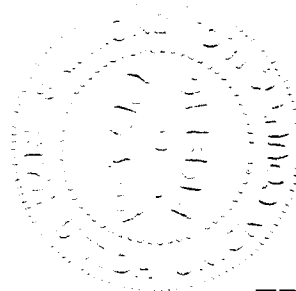
State of North Carolina
County of Mecklenburg

Sworn to me on this
5th day of December, 2006.



Holly Marie Sammons
Notary Public for North Carolina

My Commission Expires: My Commission Expires August 15, 2010





Comptroller of the Currency
Administrator of National Banks

Northeastern District
1114 Avenue of the Americas, Suite 3900
New York, New York 10036

December 5, 1996

William H. Finlay, Esq.
Counsel
Legal Department
CoreStates Financial Corp., Inc.
FC 1-1-17-1
Post Office Box 7618
Philadelphia, Pennsylvania 19101

Re: Applications by New Jersey National Bank, Ewing Township, New Jersey, to relocate its main office to Philadelphia, Pennsylvania, to retain the former main office location as a branch, and merge with CoreStates Bank, National Association, Philadelphia, Pennsylvania, under the title "CoreStates Bank, National Association," and with the Charter Number "1."

Dear Mr. Finlay:

This letter is the official certification of the Comptroller of the Currency for the relocation of the main office of New Jersey National Bank from 370 Scotch Road, Ewing Township, Mercer County, New Jersey 08628, to Broad & Chestnut Streets, Philadelphia City and County, Pennsylvania 19107, effective December 6, 1996.

This letter is also the official certification of the merger of New Jersey National Bank, Charter Number 1327, Philadelphia, Pennsylvania, with and into CoreStates Bank, National Association, Charter Number 1, under the title and charter of the latter, effective December 6, 1996.

In addition, this letter officially authorizes CoreStates Bank, National Association, to operate its presently existing branches, and to operate the former main office, as well as the branches, of New Jersey National Bank, as branches of the receiving institution.

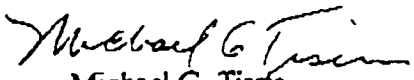
William H. Finlay, Esq.
Counsel
Legal Department
CoreStates Financial Corp., Inc.
December 5, 1996
Page 2

The former main office of New Jersey National Bank is authorized, effective December 6, 1996, as follows:

EWING TOWNSHIP BRANCH
370 Scotch Road
Ewing Township, Mercer County, New Jersey 08628
Authorization No.: 098549A

Please retain this letter as the official branch authorization. If this or any of the bank's branches are closed, a 90-day advance notice must be submitted pursuant to 12 U.S.C. 1831r-1, and a copy of this letter must accompany the required 90-day advance branch closing notification to the Comptroller of the Currency.

Very truly yours,


Michael G. Tiscia
Licensing Manager

Charter No.: 1
Control No.: 95 NE 07 039; 95 NE 05 0177 and 94 NE 02 057

OCC SEAL



**Comptroller of the Currency
Administrator of National Banks**

Bank Organization and Structure, 3-8
250 E Street, S.W.
Washington, DC 20219

May 6, 1998

Control Nr. 98-ML-02-005

Mr. Daniel Glassberg
Assistant General Counsel
First Union National Bank
One First Union Center (0630)
Charlotte, North Carolina 28288

Dear Mr. Glassberg:

This letter is the official certification of the Office of the Comptroller of the Currency for the merger of CoreStates Bank, National Association, Philadelphia, Pennsylvania, Charter Nr. 1, into and under the charter and title of First Union National Bank, Charlotte, North Carolina, Charter Nr. 22693, effective as of May 15, 1998.

This letter also serves as the official authorization of the Comptroller of the Currency for First Union National Bank, Charter Nr. 22693, to operate the former head office of CoreStates Bank, N.A., Charter Nr. 1, as a branch at the following site:

Popular Name : Uptown Branch
Certificate Nr. : 112100A
Address : Broad & Chestnut Streets
Philadelphia, Pennsylvania

The individual branch certifications previously issued by the OCC to CoreStates Bank, N.A., Charter Nr. 1, convey automatically to First Union National Bank, Charter Nr. 22693, and will not be reissued in the name of the resulting bank. A copy of this letter should be furnished to the Bank's branch administration personnel.

I also wish to advise you, on behalf of Deputy Comptroller Doug Roeder, Large Bank Supervision, that he has approved the Bank's request for permission to have an aggregate investment in fixed assets of up to \$3,500,000,000.00. His approval is conditioned upon the application of generally accepted accounting principles towards those investments. Future requests for increases in that limit should be directed to Deputy Comptroller Roeder.

I am also glad to inform you that, as a courtesy, the Comptroller has granted your request that Charter Nr. 1 be reassigned to the bank resulting from this merger. On May 18, 1998, a date subsequent to the merger having been consummated, the records of First Union National Bank, Charlotte, North Carolina, will be altered to reflect this new charter designation.

TRADEMARK

REEL: 003452 FRAME: 0789

Page 2 of 2
Merger Certification
First Union National Bank/CoreStates Bank, N.A. (98-ML-02-005)

The authority to exercise fiduciary powers previously granted to First Union National Bank, Charter Nr. 22693, remains unaffected by this merger.

In the event of questions, I may be reached at (202) 874-5060.

Sincerely,



Richard T. Erb
Licensing Manager





Comptroller of the Currency
Administrator of National Banks

Bank Organization and Structure. 3-8
Washington, D.C. 20219-0001

February 20, 1998

OCC Control Nr. 97-ML-02-0050

Mr. Robert L. Andersen
Assistant General Counsel
First Union Corporation
301 South College Street
Charlotte, North Carolina 28288-0630

Dear Mr. Andersen:

This letter is the official certification of the Office of the Comptroller of the Currency for the merger of First Union National Bank, Charlotte, North Carolina, Charter Nr. 15650, into and under the charter and title of First Union National Bank, Avondale, Pennsylvania, Charter Nr. 22693, with the resulting bank located in Charlotte, North Carolina, effective February 26, 1998.

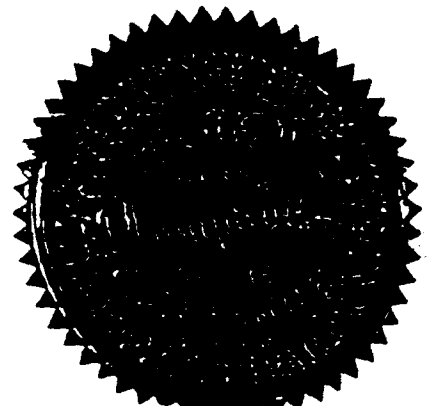
This letter also serves as the official authorization for First Union National Bank, Charter Nr. 22693, to operate its former head office in Avondale, Pennsylvania as a branch at the following location:

Popular Name : Avondale Branch
Certificate Nr : 111588A
Address : 102 Pennsylvania Avenue
Avondale, Pennsylvania

Branch authorizations previously granted to First Union National Bank, Charter Nr. 15650 automatically convey to the resulting bank and will not be reissued. Please furnish a copy of this certificate to personnel responsible for branch administration. In the event of questions, please contact Senior Licensing Analyst Cindy L. Hausch-Booth at (202) 874-5060.

Sincerely,

Richard T. Erb
Licensing Manager



TRADEMARK

**Comptroller of the Currency
Administrator of National Banks**

Large Bank Licensing, MS 7-13
250 E Street, S.W.
Washington, DC 20219

April 1, 2002

OCC Control Nr. 2002-ML-02-0001

Ms. Courtney D. Allison
Assistant General Counsel
Legal Division
Wachovia Corporation
301 South College Street (NC0630)
Charlotte, North Carolina 28288-0630

Dear Ms. Allison:

This letter is the official certification of the Comptroller of the Currency (OCC) of the merger of Wachovia Bank, National Association, Winston-Salem, North Carolina, Charter Nr. 1559, into and under the charter of First Union National Bank, Charlotte, North Carolina, Charter Nr. 1 with the resulting title of Wachovia Bank, National Association and headquarters at Charlotte, North Carolina, effective April 1, 2002.

This letter is also the official authorization given to Wachovia Bank, N.A., Charter Nr. 1 (formerly First Union National Bank), to operate the former head office of Wachovia Bank, N.A., Charter Nr. 1559 as a branch at the following site:

Title	:	Downtown Winston-Salem Branch
Certificate Nr.	:	122534A
Address	:	100 North Main Street Winston-Salem, North Carolina 27150

Branch authorizations previously granted to Wachovia Bank, N.A., Charter Nr. 1559, automatically convey to Wachovia Bank, N.A., Charter Nr. 1 (formerly First Union National Bank), the resulting bank, and will not be reissued. Please furnish a copy of this certificate to personnel responsible for branch administration.

TRADEMARK

REEL : 003452 FRAME : 0792

The OCC also authorizes the resulting bank, should the merger occur between Call Report dates, to recalculate its legal lending limit. The new lending limit should be calculated by using data from the last Call Report of the individual banks filed prior to consummating the consolidation, as adjusted for the combination. The resulting bank will then file a new Call Report and begin calculating its legal lending limit according to 12 C.F.R. 32.4(a) at the end of the quarter following consummation of the consolidation.

In the event of questions, I may be contacted at (202) 874-5060 or by e-mail at: largebanks@occ.treas.gov.

Sincerely,



Richard T. Erb
Licensing Manager

2002-ML-02-0001





Comptroller of the Currency
Administrator of National Banks

Large Bank Licensing
Mail Stop 7-13
250 E Street, SW
Washington, DC 20219

February 27, 2006

Ms. Courtney D. Allison
Senior Vice President and Assistant General Counsel
Wachovia Corporation
Legal Division NC0630
One Wachovia Center
301 South College Street
Charlotte, NC 28288

Re: Applications to convert Western Financial Bank, Irvine, CA to a national bank and to merge Wachovia Bank, National Association, Charlotte, NC into the converted bank under the articles of association and the name of Wachovia Bank, National Association
OCC Control Nos.: 2005-ML-01-0007 and 2005-ML-02-0007

Dear Ms. Allison:

The Office of the Comptroller of the Currency ("OCC") has reviewed and found no exception to the documents submitted on behalf of Western Financial Bank to complete the conversion process. Accordingly, this letter is the official authorization of the OCC for Western Financial Bank, Irvine, California to convert to a national banking association with the name of Western Financial Bank, National Association on March 1, 2006. This letter also is the official OCC certification for the merger of Wachovia Bank, National Association, Charlotte, North Carolina, Charter Nr. 1, with and into Western Financial Bank, National Association, Charter Nr. 24648, effective March 1, 2006. The resulting bank will be named Wachovia Bank, National Association and its main office will be located in Charlotte, North Carolina. In addition, the OCC has granted your request that Charter Nr. 1 be reassigned to the bank resulting from this merger.

This letter also constitutes official OCC authorization for the branches of Western Financial Bank, National Association. These branch authorizations will convey automatically to the bank resulting from the merger and will not be reissued in the name of the resulting bank. In addition, this serves as official OCC authorization for the bank resulting from the merger to operate the former main office of Western Financial Bank, National Association as a branch. A list of the branches, with the OCC's branch authorization numbers, is attached. The list includes the branches resulting from both the conversion and the merger. Please furnish a copy of this letter to personnel responsible for branch administration.

TRADEMARK

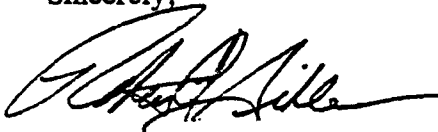
REEL: 003452 FRAME: 0704

Ms. Courtney D. Allison
February 27, 2006
Page 2

If the transaction does not occur as represented in your letter dated February 22, 2006, this certification must be returned to the OCC.

If you have questions regarding this letter, please contact me at (202) 874-4957 or by email at: largebanks@occ.treas.gov. Please reference the application control number in any correspondence.

Sincerely,



Robert A. Sihler
Senior Licensing Analyst

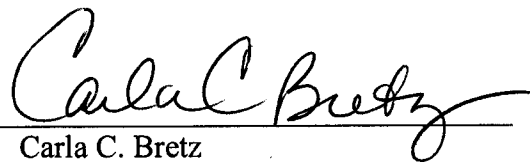
cc: David K. Wilson, EIC (electronic)
Official File
Large Bank Licensing Chron

SECRETARY'S CERTIFICATE

I, Carla C. Bretz, Assistant Secretary of Wachovia Bank, National Association, hereby certify the following:

1. Effective as of December 6, 1996, New Jersey National Bank relocated its main office to Philadelphia, Pennsylvania, retained the former main office location as a branch and merged with Corestates Bank, National Association, Philadelphia, Pennsylvania under the title CoreStates Bank, National Association as evidenced by a copy of the official certification of the Office of the Comptroller of the Currency, Administrator of National Banks, attached hereto as "Exhibit A"; and
2. On May 15, 1998, CoreStates Bank, National Association, Philadelphia, Pennsylvania, merged with and into First Union National Bank, Charlotte, North Carolina, and the Comptroller of the Currency has reassigned Charter No. 1 to the resulting bank, as evidenced by a copy of the approval letter from the Office of the Comptroller of the Currency, attached hereto as "Exhibit B"; and
3. On February 26, 1998, First Union National Bank (Charlotte, North Carolina) merged into and under the charter and title of First Union National Bank (Avondale, Pennsylvania), with the resulting bank located in Charlotte, North Carolina, as evidenced by a copy of the acknowledgment of the Office of the Comptroller of the Currency, Administrator of National Banks, of notification of said merger attached hereto as "Exhibit C"; and
4. On April 1, 2002, Wachovia Bank, National Association, merged into and under the charter of First Union National Bank, with the resulting title of Wachovia Bank, National Association, as evidenced by a copy of the acknowledgment of the Office of the Comptroller of the Currency, Administrator of National Banks, attached hereto as "Exhibit D"; and
5. On March 1, 2006, Wachovia Bank, National Association, Charlotte, North Carolina (Charter No. 1), merged with and into Western Financial Bank, National Association (Charter No. 24648), subsequent to the conversion on March 1, 2006 of Western Financial Bank, Irvine, California, to a national banking association named Western Financial Bank, National Association. The title of the resulting bank is Wachovia Bank, National Association, with its main office located in Charlotte, North Carolina, and the comptroller of the Currency has reassigned Charter No. 1 to the resulting bank, as evidenced by a copy of the official certification of the Office of the Comptroller of the Currency, Administrator of National Banks, attached hereto as "Exhibit E."

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed the seal of
this Bank on this the 18th day of October 2006.



Carla C. Bretz
Assistant Secretary
Wachovia Bank, National Association

(SEAL)





Comptroller of the Currency
Administrator of National Banks

Northeastern District
1114 Avenue of the Americas, Suite 3900
New York, New York 10036

December 5, 1996

William H. Finlay, Esq.
Counsel
Legal Department
CoreStates Financial Corp., Inc.
FC 1-1-17-1
Post Office Box 7618
Philadelphia, Pennsylvania 19101

Re: Applications by New Jersey National Bank, Ewing Township, New Jersey, to relocate its main office to Philadelphia, Pennsylvania, to retain the former main office location as a branch, and merge with CoreStates Bank, National Association, Philadelphia, Pennsylvania, under the title "CoreStates Bank, National Association," and with the Charter Number "1."

Dear Mr. Finlay:

This letter is the official certification of the Comptroller of the Currency for the relocation of the main office of New Jersey National Bank from 370 Scotch Road, Ewing Township, Mercer County, New Jersey 08628, to Broad & Chestnut Streets, Philadelphia City and County, Pennsylvania 19107, effective December 6, 1996.

This letter is also the official certification of the merger of New Jersey National Bank, Charter Number 1327, Philadelphia, Pennsylvania, with and into CoreStates Bank, National Association, Charter Number 1, under the title and charter of the latter, effective December 6, 1996.

In addition, this letter officially authorizes CoreStates Bank, National Association, to operate its presently existing branches, and to operate the former main office, as well as the branches, of New Jersey National Bank, as branches of the receiving institution.


William H. Finlay, Esq.
Counsel
Legal Department
CoreStates Financial Corp., Inc.
December 5, 1996
Page 2

The former main office of New Jersey National Bank is authorized, effective December 6, 1996, as follows:

EWING TOWNSHIP BRANCH
370 Scotch Road
Ewing Township, Mercer County, New Jersey 08628
Authorization No.: 098549A

Please retain this letter as the official branch authorization. If this or any of the bank's branches are closed, a 90-day advance notice must be submitted pursuant to 12 U.S.C. 1831r-1, and a copy of this letter must accompany the required 90-day advance branch closing notification to the Comptroller of the Currency.

Very truly yours,


Michael G. Tiscia
Licensing Manager

Charter No.: 1
Control No.: 95 NE 07 039; 95 NE 05 0177 and 94 NE 02 057

OCC SEAL



**Comptroller of the Currency
Administrator of National Banks**

Bank Organization and Structure, 3-8
250 E Street, S.W.
Washington, DC 20219

May 6, 1998

Control Nr. 98-ML-02-005

Mr. Daniel Glassberg
Assistant General Counsel
First Union National Bank
One First Union Center (0630)
Charlotte, North Carolina 28288

Dear Mr. Glassberg:

This letter is the official certification of the Office of the Comptroller of the Currency for the merger of CoreStates Bank, National Association, Philadelphia, Pennsylvania, Charter Nr. 1, into and under the charter and title of First Union National Bank, Charlotte, North Carolina, Charter Nr. 22693, effective as of May 15, 1998.

This letter also serves as the official authorization of the Comptroller of the Currency for First Union National Bank, Charter Nr. 22693, to operate the former head office of CoreStates Bank, N.A., Charter Nr. 1, as a branch at the following site:

Popular Name : Uptown Branch
Certificate Nr. : 112100A
Address : Broad & Chestnut Streets
Philadelphia, Pennsylvania

The individual branch certifications previously issued by the OCC to CoreStates Bank, N.A., Charter Nr. 1, convey automatically to First Union National Bank, Charter Nr. 22693, and will not be reissued in the name of the resulting bank. A copy of this letter should be furnished to the Bank's branch administration personnel.

I also wish to advise you, on behalf of Deputy Comptroller Doug Roeder, Large Bank Supervision, that he has approved the Bank's request for permission to have an aggregate investment in fixed assets of up to \$3,500,000,000.00. His approval is conditioned upon the application of generally accepted accounting principles towards those investments. Future requests for increases in that limit should be directed to Deputy Comptroller Roeder.

I am also glad to inform you that, as a courtesy, the Comptroller has granted your request that Charter Nr. 1 be reassigned to the bank resulting from this merger. On May 18, 1998, a date subsequent to the merger having been consummated, the records of First Union National Bank, Charlotte, North Carolina, will be altered to reflect this new charter designation.

TRADEMARK

REEL: 003452 FRAME: 0800

Page 2 of 2
Merger Certification
First Union National Bank/CoreStates Bank, N.A. (98-ML-02-005)

The authority to exercise fiduciary powers previously granted to First Union National Bank, Charter Nr. 22693, remains unaffected by this merger.

In the event of questions, I may be reached at (202) 874-5060.

Sincerely,



Richard T. Erb
Licensing Manager



Comptroller of the Currency
Administrator of National Banks

Bank Organization and Structure, 3-8
Washington, D.C. 20219-0001

February 20, 1998

OCC Control Nr. 97-ML-02-0050

Mr. Robert L. Andersen
Assistant General Counsel
First Union Corporation
301 South College Street
Charlotte, North Carolina 28288-0630

Dear Mr. Andersen:

This letter is the official certification of the Office of the Comptroller of the Currency for the merger of First Union National Bank, Charlotte, North Carolina, Charter Nr. 15650, into and under the charter and title of First Union National Bank, Avondale, Pennsylvania, Charter Nr. 22693, with the resulting bank located in Charlotte, North Carolina, effective February 26, 1998.

This letter also serves as the official authorization for First Union National Bank, Charter Nr. 22693, to operate its former head office in Avondale, Pennsylvania as a branch at the following location:

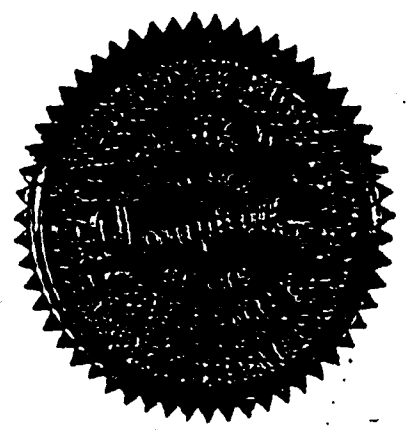
Popular Name : Avondale Branch
Certificate Nr : 111588A
Address : 102 Pennsylvania Avenue
Avondale, Pennsylvania

Branch authorizations previously granted to First Union National Bank, Charter Nr. 15650 automatically convey to the resulting bank and will not be reissued. Please furnish a copy of this certificate to personnel responsible for branch administration. In the event of questions, please contact Senior Licensing Analyst Cindy L. Hausch-Booth at (202) 874-5060.

Sincerely,



Richard T. Erb
Licensing Manager



Comptroller of the Currency
Administrator of National Banks

Large Bank Licensing, MS 7-13
250 E Street, S.W.
Washington, DC 20219

April 1, 2002

OCC Control Nr. 2002-ML-02-0001

Ms. Courtney D. Allison
Assistant General Counsel
Legal Division
Wachovia Corporation
301 South College Street (NC0630)
Charlotte, North Carolina 28288-0630

Dear Ms. Allison:

This letter is the official certification of the Comptroller of the Currency (OCC) of the merger of Wachovia Bank, National Association, Winston-Salem, North Carolina, Charter Nr. 1559, into and under the charter of First Union National Bank, Charlotte, North Carolina, Charter Nr. 1 with the resulting title of Wachovia Bank, National Association and headquarters at Charlotte, North Carolina, effective April 1, 2002.

This letter is also the official authorization given to Wachovia Bank, N.A., Charter Nr. 1 (formerly First Union National Bank), to operate the former head office of Wachovia Bank, N.A., Charter Nr. 1559 as a branch at the following site:

Title : Downtown Winston-Salem Branch
Certificate Nr. : 122534A
Address : 100 North Main Street
Winston-Salem, North Carolina 27150

Branch authorizations previously granted to Wachovia Bank, N.A., Charter Nr. 1559, automatically convey to Wachovia Bank, N.A., Charter Nr. 1 (formerly First Union National Bank), the resulting bank, and will not be reissued. Please furnish a copy of this certificate to personnel responsible for branch administration.

The OCC also authorizes the resulting bank, should the merger occur between Call Report dates, to recalculate its legal lending limit. The new lending limit should be calculated by using data from the last Call Report of the individual banks filed prior to consummating the consolidation, as adjusted for the combination. The resulting bank will then file a new Call Report and begin calculating its legal lending limit according to 12 C.F.R. 32.4(a) at the end of the quarter following consummation of the consolidation.

In the event of questions, I may be contacted at (202) 874-5060 or by e-mail at: largebanks@occ.treas.gov.

Sincerely,



Richard T. Erb
Licensing Manager

2002-ML-02-0001





Comptroller of the Currency
Administrator of National Banks

Large Bank Licensing
Mail Stop 7-13
250 E Street, SW
Washington, DC 20219

February 27, 2006

Ms. Courtney D. Allison
Senior Vice President and Assistant General Counsel
Wachovia Corporation
Legal Division NC0630
One Wachovia Center
301 South College Street
Charlotte, NC 28288

Re: Applications to convert Western Financial Bank, Irvine, CA to a national bank and to merge Wachovia Bank, National Association, Charlotte, NC into the converted bank under the articles of association and the name of Wachovia Bank, National Association
OCC Control Nos.: 2005-ML-01-0007 and 2005-ML-02-0007

Dear Ms. Allison:

The Office of the Comptroller of the Currency ("OCC") has reviewed and found no exception to the documents submitted on behalf of Western Financial Bank to complete the conversion process. Accordingly, this letter is the official authorization of the OCC for Western Financial Bank, Irvine, California to convert to a national banking association with the name of Western Financial Bank, National Association on March 1, 2006. This letter also is the official OCC certification for the merger of Wachovia Bank, National Association, Charlotte, North Carolina, Charter Nr. 1, with and into Western Financial Bank, National Association, Charter Nr. 24648, effective March 1, 2006. The resulting bank will be named Wachovia Bank, National Association and its main office will be located in Charlotte, North Carolina. In addition, the OCC has granted your request that Charter Nr. 1 be reassigned to the bank resulting from this merger.

This letter also constitutes official OCC authorization for the branches of Western Financial Bank, National Association. These branch authorizations will convey automatically to the bank resulting from the merger and will not be reissued in the name of the resulting bank. In addition, this serves as official OCC authorization for the bank resulting from the merger to operate the former main office of Western Financial Bank, National Association as a branch. A list of the branches, with the OCC's branch authorization numbers, is attached. The list includes the branches resulting from both the conversion and the merger. Please furnish a copy of this letter to personnel responsible for branch administration.

Ms. Courtney D. Allison
February 27, 2006
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If the transaction does not occur as represented in your letter dated February 22, 2006, this certification must be returned to the OCC.

If you have questions regarding this letter, please contact me at (202) 874-4957 or by email at: largebanks@occ.treas.gov. Please reference the application control number in any correspondence.

Sincerely,



Robert A. Sihler
Senior Licensing Analyst

cc: David K. Wilson, EIC (electronic)
Official File
Large Bank Licensing Chron