

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/08/2006

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Flag Financial Corporation		12/08/2006	CORPORATION: GEORGIA

RECEIVING PARTY DATA

Name:	RBC Centura Bank
Street Address:	3320 Holcomb Bridge Road
City:	Norcross
State/Country:	GEORGIA
Postal Code:	30092
Entity Type:	CORPORATION: NORTH CAROLINA

PROPERTY NUMBERS Total: 2

Property Type	Number	Word Mark
Registration Number:	3179628	GOOD SHEPHERDS BANK
Serial Number:	78595688	FIRST CAPITAL BANK RELATIONSHIP BANKING AT ITS BEST

CORRESPONDENCE DATA

Fax Number: (404)439-1819
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 4048738500
 Email: portia.gordon@agg.com
 Correspondent Name: Erinn K. Robinson, Esq.
 Address Line 1: 171 17th Street, NW
 Address Line 2: Suite 2100
 Address Line 4: Atlanta, GEORGIA 30363

ATTORNEY DOCKET NUMBER:	11048-62
NAME OF SUBMITTER:	Erinn K. Robinson

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Signature:	/Erinn K. Robinson, Esq./
Date:	01/05/2007
Total Attachments: 4 source=FLAG TO RBC CENTURA MERGER#page1.tif source=FLAG TO RBC CENTURA MERGER#page2.tif source=FLAG TO RBC CENTURA MERGER#page3.tif source=FLAG TO RBC CENTURA MERGER#page4.tif	

STATE OF GEORGIA

Secretary of State

Corporations Division

315 West Tower

#2 Martin Luther King, Jr. Dr.

Atlanta, Georgia 30334-1530

CERTIFICATE OF MERGER

I, **Cathy Cox**, the Secretary of State and the Corporations Commissioner of the State of Georgia, do hereby issue this certificate pursuant to Title 14 of the Official Code of Georgia annotated certifying that articles or a certificate of merger and fees have been filed regarding the merger of the below entities, effective as of 12/08/2006. Attached is a true and correct copy of the said filing.

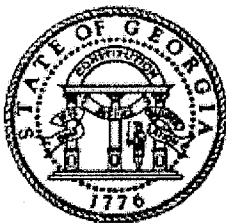
Surviving Entity:

RBC CENTURA BANK, a North Carolina Profit Corporation

Nonsurviving Entity/Entities:

FLAG FINANCIAL CORPORATION, a Georgia Profit Corporation

WITNESS my hand and official seal of the City of Atlanta
and the State of Georgia on December 8, 2006



A handwritten signature in black ink, appearing to read "Cathy Cox".

Cathy Cox
Secretary of State

TRADEMARK

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CERTIFICATE OF MERGER

OF

RBC Centura Bank
(Surviving Corporation)

AND

FLAG Financial Corporation
(Merged Corporation)

(Pursuant to Section 14-2-1105 of the Georgia Code Ann.)

DATED: December 8, 2006

The undersigned hereby certifies that:

1. FLAG Financial Corporation, a Georgia corporation, with its main office located in Atlanta, Georgia, will merge with and into RBC Centura Bank, a North Carolina corporation, with its main office located in Rocky Mount, North Carolina, in accordance with Georgia Code Ann. §14-2-1101 and §14-2-1107.

2. The name of the surviving corporation is RBC Centura Bank, a North Carolina corporation (the "Surviving Corporation"). The name of the merged corporation is FLAG Financial Corporation, a Georgia corporation (the "Merged Corporation").

3. The Surviving Corporation and the Merged Corporation have executed an agreement and plan of merger (the "Merger Agreement"), pursuant to which the Merger will be effectuated. The Merger Agreement is on file at the principal office of the Surviving Corporation, which is as follows:

1417 Centura Highway,
Rocky Mount, North Carolina 27804.

4. A copy of the Merger Agreement will be furnished by the Surviving Corporation, on request and without cost, to any shareholder of the Surviving Corporation or the Merged Corporation.

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State of Georgia
Expedite Merger 3 Page(s)



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5. The Merger Agreement was duly approved by the sole shareholder of the Merging Corporation on December 8, 2006.

6. The Merger Agreement was duly approved by the sole shareholder of the Surviving Corporation on December 8, 2006.

7. The Articles of Incorporation of the Surviving Corporation will not be amended.

8. The Surviving Corporation undertakes to deliver publication of a notice of filing this Certificate of Merger and payment therefor as required by GA Code Ann. § 14-2-1105.1(b).

9. The Merger shall become effective as of 5:05 p.m. on the date hereof.

IN WITNESS WHEREOF, RBC Centura Bank has caused this certificate to be signed by the undersigned, an authorized officer, on the 6th day of December, 2006.

RBC CENTURA BANK

By: Ray
Name: Ron Day
Title: Chief Operating Officer

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SECRETARY OF STATE
CORPORATIONS DIVISION

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