

Form **PTO-1594** (Rev. 07/05)  
OMB Collection 0651-0027 (exp. 6/30/2008)

U.S. DEPARTMENT OF COMMERCE  
United States Patent and Trademark Office

### RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below

**1. Name of conveying party(ies):**

SUNTRUST BANKS, INC.

- Individual(s)
- General Partnership
- Corporation - State: Georgia
- Other
- Association
- Limited Partnership

Citizenship (see guidelines) US

Additional names of conveying parties attached?  Yes  No

**2. Name and address of receiving party(ies)**

Additional names, addresses, or citizenship attached?  Yes  No

Name: FIRST MARKET BANK, USA

Internal

Address:

Street Address: 111 Virginia Avenue, Suite 200

City: Richmond

State: Virginia

Country: US Zip: 23219

- Association Citizenship
- General Partnership Citizenship
- Limited Partnership Citizenship
- Corporation Citizenship US
- Other Fed. Chart. Bank Citizenship USA

If assignee is not domiciled in the United States, a domestic representative designation is attached.  Yes  No  
(Designations must be a separate document from assignment)

**3. Nature of conveyance / Execution Date(s) :**

Execution Date(s) March 31, 2006

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

**4. Application number(s) or registration number(s) and identification or description of the Trademark.**

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2139747

Additional sheet(s) attached?  Yes  No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

First Market Bank

**5. Name & address of party to whom correspondence concerning document should be mailed:**

Name: William R. Poynter

Internal Address:

Street Address: 222 Central Park Avenue, Suite 1700

City: Virginia Beach

State: Virginia Zip: 23462

Phone Number: 757-499-8800

Fax Number: 757-473-0395

Email / Address: wpynter@williamsnullen.com

**6. Total number of applications and registrations involved:**

1

**7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 40.00**

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

**8. Payment Information:**

a. Credit Card Last 4 Numbers \_\_\_\_\_  
Expiration Date \_\_\_\_\_

b. Deposit Account Number 50-0766

Authorized User Name \_\_\_\_\_

**9. Signature:**

Signature

August 7, 2007

Date

William R. Poynter

Name of Person Signing

Total number of pages including cover sheet, attachments, and document

4

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

CHI \$40.00 500766 2139747

**TRADEMARK / SERVICE MARK ASSIGNMENT**

This TRADEMARK / SERVICE MARK ASSIGNMENT (this "Assignment") is made as of March 31, 2006, by SUNTRUST BANKS, INC., a corporation organized under the laws of the State of Georgia, with a principal address of 200 S. Orange Avenue, Mail Code 1093, Orlando, Florida 32801 ("Assignor"), in favor of FIRST MARKET BANK, FSB, a federal savings bank, with a principal address of 111 Virginia Avenue, Suite 200, Richmond, Virginia 23219 ("Assignee").

Assignor desires to transfer to Assignee all of Assignor's right, title, and interest in the trade names, trademarks and service marks set forth in Schedule 1 attached hereto and incorporated by reference herein (collectively, the "Marks"), together with the goodwill associated with the Marks. Assignee desires to acquire Assignor's right, title, and interest in the Marks.

NOW, THEREFORE, for good and valuable consideration offered by Assignee to Assignor in connection with the Stock Purchase Agreement executed by the parties as of September 19, 2005 (the "Purchase Agreement"), the receipt and sufficiency of which is hereby acknowledged, Assignor and Assignee agree as follows:

1. Assignor hereby conveys, assigns, sells, and transfers to Assignee and its successors and assigns Assignor's entire right, title, and interest in and to the Marks, together with the goodwill associated with the Marks, to be held and enjoyed by Assignee for its own use and benefit and for the use and benefit of its subsidiaries, affiliates, successors, assigns, licensees, and legal representatives, as such rights would have been held and enjoyed by Assignor had this Assignment not been made. Without limitation of the foregoing, the rights hereby assigned to Assignee include the state and federal registrations associated with the Marks. The rights assigned hereunder also specifically include the right to sue for any and all past infringements of the Marks, and to receive any and all damages awarded as a result of any such claim.

2. Except as provided in Section 3.8 of the Purchase Agreement, (i) the Marks are being transferred "as is", and (ii) Assignor makes no representations or warranties with respect to the Marks of any kind or nature whatsoever.

3. Assignor agrees to execute any other documents or to provide any further materials or documentation in its possession that are necessary in order to fulfill the provisions of or the purpose of this Assignment.

4. This Assignment is binding upon the parties and their respective successors, assigns, trustees, and representatives.

IN WITNESS WHEREOF, Assignor has executed this Assignment to be effective as of the date first written above.

SUNTRUST BANKS, INC.

By: 

Name: Richard G. Blumberg  
Title: Senior Vice President

**SCHEDULE 1  
MARKS**

The "First Market", "First Market Bank" and "First Market Investments" trade names, trademarks and service marks and any related designs, including the registered marks and designs listed below.

<u>Service Mark</u>	<u>Federal Registration Number</u>
First Market Bank & Design	2235371
First Market Bank & Design	2159123
First Market Bank	2139747
First Market Bank & Design	2131384
First Market	2272819
First Market Investments & Design	Virginia state registration / File No. 4062