

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
First Republic Bank		09/21/2007	CORPORATION:

RECEIVING PARTY DATA

Name:	Merrill Lynch Bank & Trust Co., FSB
Street Address:	4 World Financial Center
City:	New York
State/Country:	NEW YORK
Postal Code:	10038
Entity Type:	CORPORATION:

PROPERTY NUMBERS Total: 13

Property Type	Number	Word Mark
Registration Number:	2210975	
Registration Number:	3256480	
Registration Number:	3082509	EAGLE ONE
Registration Number:	2898413	FIRST REPUBLIC
Registration Number:	2699808	FIRST REPUBLIC ATM REBATE CHECKING
Registration Number:	3118568	FIRST REPUBLIC BANCORP INC.
Registration Number:	2226121	FIRST REPUBLIC BANK
Registration Number:	3185144	FIRST REPUBLIC BANK
Registration Number:	2204182	FIRST REPUBLIC PRESTIGE HOME INDEX
Registration Number:	2209636	IT'S A PRIVILEGE TO SERVE YOU
Serial Number:	74469934	FIRST REPUBLIC ADVANTAGE
Serial Number:	78885871	FIRST REPUBLIC NET WORTH MANAGER
Registration Number:	3258446	TRAINER WORTHAM ESTABLISHED 1924

CORRESPONDENCE DATA

900091600

**TRADEMARK
 REEL: 003658 FRAME: 0324**

OP \$340.00 2210975

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Correspondent Name: Oliver Garcia
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Address Line 4: Washington, DISTRICT OF COLUMBIA 20004

NAME OF SUBMITTER:	Oliver Garcia
Signature:	/olivergarcia/
Date:	11/09/2007

Total Attachments: 8
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TRADEMARK ASSIGNMENT AGREEMENT

This Trademark Assignment Agreement (the "Agreement") is made and entered into by and between First Republic Bank, a Nevada banking corporation ("First Republic") and Merrill Lynch Bank & Trust Co., FSB, a federal stock savings bank ("MLFSB"), with an effective date of September 21, 2007 (the "Effective Date").

WHEREAS, First Republic, Merrill Lynch & Co., Inc., and MLFSB previously have entered into that certain Agreement and Plan of Merger, dated as of January 29, 2007 (the "Merger Agreement"), pursuant to which a merger of First Republic with and into MLFSB is effected; and

WHEREAS, First Republic is the record owner of certain intellectual property defined in Schedule A to this Agreement (the "First Republic Marks"); and

WHEREAS, First Republic and MLFSB desire to further memorialize the conveyance, transfer, and assignment to MLFSB of all of its right, title, and interest in and to the First Republic Marks, together with the goodwill of the business symbolized thereby in connection with the services on which the First Republic Marks are used;

NOW, THEREFORE, in consideration of the mutual promises set forth below and for other good and valuable consideration, the receipt of which is hereby acknowledged, First Republic and MLFSB hereby agree as follows:

1. **Assignment.** As of the Effective Date of this Agreement, First Republic hereby sells, assigns, transfers and conveys to MLFSB the entire right, title, interest in and to the First Republic Marks in the United States and all jurisdictions outside the United States, together with the goodwill of the business connected with and symbolized by the First Republic Marks (including, without limitation, the right to renew any registrations included in the First Republic Marks, the right to apply for trademark registrations within or outside the United States based in whole or in part upon the First Republic Marks, and any priority right that may arise from the First Republic Marks), the same to be held and enjoyed by MLFSB as fully and entirely as said interest could have been held and enjoyed by First Republic had this sale, assignment, transfer and conveyance not been made.
2. **Recordation, Necessary Documents.** First Republic authorizes the Commissioner of Trademarks of the United States and other empowered officials of the United States Patent and Trademark Office and in any applicable jurisdictions outside the United States to record the transfer of the registrations and/or applications for registration for the First Republic Marks to MLFSB as assignee of First Republic's entire right, title and interest therein. First Republic agrees to further execute any documents reasonably necessary to effect this assignment or to confirm MLFSB's ownership of the First Republic Marks.
3. **Multiple Copies.** This Agreement may be executed by the parties hereto in separate counterparts, each of which when so executed and delivered shall be an original, but all such counterparts taken together shall constitute one and the same instrument. Each counterpart may be delivered by facsimile transmission, which transmission shall be deemed delivery of an originally executed document.

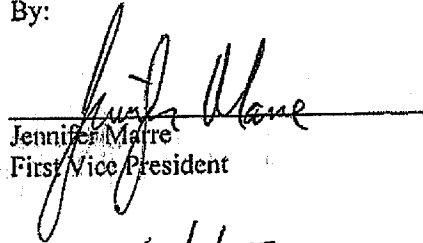
IN WITNESS WHEREOF, the parties hereto have executed this Agreement as of the date below.

FIRST REPUBLIC BANK

MERRILL LYNCH BANK & TRUST CO., FSB

By:

By:



Edward Dobranski
Executive Vice President






Jennifer Matre
First Vice President

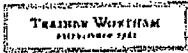
Date: Sept. 27, 2007

Date: 12/1/07


SCHEDULE A: FIRST REPUBLIC MARKS

FIRST REPUBLIC BANK OWNED MARKS (U.S. FEDERAL)

Trademark	App. No.	Reg. Date	Reg. No.
BANK OF WALNUT CREEK and Design  BANK OF WALNUT CREEK	74/187,546	12/15/1992	1,740,175
BWC BUSINESS CREDIT	75/911,156	9/4/2001	2,484,665
BWC EQUIPMENT LEASING	75/911,157	8/7/2001	2,475,356
BWC FINANCIAL CORP.	75/911,159	8/7/2001	2,475,357
BWC MORTGAGE SERVICES	75/911,155	8/28/2001	2,481,795
CYPRESS WEALTH ADVISORS	78/453,472		
Eagle Design 	75/382,623	12/15/1998	2,210,975
Eagle Design (in circle) 	73/669,384	3/22/1988	1,481,884
Eagles Design (in color) 	78/964,268	6/26/2007	3,256,480
EAGLE ONE	78/618,466	4/18/2006	3,082,509
FIRST REPUBLIC	73/833,635	11/2/2004	2,898,413
FIRST REPUBLIC ADVANTAGE	74/469,934		
FIRST REPUBLIC ATM REBATE CHECKING	76/353,531	3/25/2003	2,699,808
FIRST REPUBLIC BANCORP INC. AND DESIGN 	73/669,383	7/25/2006	3,118,568
FIRST REPUBLIC BANK	75/441,451	2/23/1999	2,226,121
FIRST REPUBLIC BANK	75/498,264	12/19/2006	3,185,144
FIRST REPUBLIC NET WORTH MANAGER	78/885,871		
FIRST REPUBLIC PRESTIGE HOME INDEX	74/731,587	11/17/1998	2,204,182

Trademark	App. No.	Reg. Date	Reg. No.
IT'S A PRIVILEGE TO SERVE YOU	75/247,421	12/8/1998	2,209,636
TRAINER WORTHAM ESTABLISHED 1924 and Design 	78/956,786		

FIRST REPUBLIC BANK OWNED MARKS (STATE)

State	Trademark	Reg. Date	Reg. No.
California	FIRST REPUBLIC	3/11/1987	29273
California	FIRST REPUBLIC ADVANTAGE	5/18/1994	43321
California	FIRST TRUST BANK(all Chinese characters) 	5/18/2001	54973
Nevada	FIRST REPUBLIC	7/8/1991	SM00240541

FIRST REPUBLIC BANK OWNED DOMAIN NAMES

No.	Domain Name
1	1REPUBLICMORTGAGE.COM
2	1STREPUBLICMORTGAGE.COM
3	1STREPUBLICMORTGAGEBANK.COM
4	BANKINGONLINE-FIRSTREPUBLIC.COM
5	BANKOFWALNUTCREEK.COM
6	BAYISLE.COM
7	BOWC.COM
8	E-FIRSTREPUBLIC.COM
9	F1RSTREPUBLIC.COM
10	FFIRSTREPUBLICBANK.COM
11	FIRSTREPUBL1C.COM
12	FIRSTREPUBLI.COM

No.	Domain Name
13	FIRSTREPUBLICBANK.COM
14	FIRSTREPUBLIC.BIZ
15	FIRSTREPUBLIC.COM
16	FIRSTREPUBLIC.INFO
17	FIRSTREPUBLICBAK.COM
18	FIRSTREPUBLICBANK.BIZ
19	FIRSTREPUBLICBANK.COM
20	FIRSTREPUBLIC-BANK.COM
21	FIRSTREPUBLICBANK.INFO
22	FIRSTREPUBLICBANK.NET
23	FIRSTREPUBLICBANK.ORG
24	FIRSTREPBULICBANK.US
25	FIRSTREPUBLICBANKANDTRUST.COM
26	FIRSTREPUBLIC-BANKINGONLINE.COM
27	FIRSTREPUBLICBANKINVESTMENTMANAGEMENT.COM
28	FIRSTREPUBLICBANKMERRILLYNCH.COM
29	FIRSTREPUBLICBANKML.COM
30	FIRSTREPUBLICBANKONLINE.COM
31	FIRSTREPUBLICBANKPFS.COM
32	FIRSTREPUBLICBANKSANFRANCISCO.COM
33	FIRSTREPUBLICBROKERAGE.COM
34	FIRSTREPUBLICC.COM
35	FIRSTREPUBLICCARD.COM
36	FIRSTREPUBLIC-CARD.COM
37	FIRSTREPUBLICCORPORATE.COM
38	FIRSTREPUBLICCREDITCARD.COM

No.	Domain Name
39	FIRSTREPUBLIC-CREDITCARD.COM
40	FIRSTREPUBLICCUSTOMERSERVICE.COM
41	FIRSTREPUBLIC-CUSTOMERSERVICE.COM
42	FIRSTREPUBLIC-EQUITY-LOAN.COM
43	FIRSTREPUBLICGLOBALPAYMENTS.COM
44	FIRSTREPUBLICGLOBALPAYMENTSONLINE.COM
45	FIRSTREPUBLICGLOBALPMTS.COM
46	FIRSTREPUBLICGLOBALPMTSONLINE.COM
47	FIRSTREPUBLIC.HK.COM
48	FIRSTREPUBLIC.HK.NET
49	FIRSTREPUBLIC.HK.BIZ
50	FIRSTREPUBLIC.IM.COM
51	FIRSTREPUBLIC.INVESTMENT.COM
52	FIRSTREPUBLIC.INVESTMENTADVISORS.COM
53	FIRSTREPUBLIC.INVESTMENTMANAGEMENT.COM
54	FIRSTREPUBLIC.INVESTMENTS.COM
55	FIRSTREPUBLIC.IBANK.COM
56	FIRSTREPUBLIC-LOANS.COM
57	FIRSTREPUBLIC.MERRILLLYNCH.COM
58	FIRSTREPUBLIC.ML.COM
59	FIRSTREPUBLIC-MORTGAGE.COM
60	FIRSTREPUBLICMORTGAGE1.COM
61	FIRSTREPUBLICMORTGAGEANDLOAN.COM
62	FIRSTREPUBLIC.NOTARY.COM
63	FIRSTREPUBLIC.ONLINE.COM
64	FIRSTREPUBLIC.ONLINE-LOAN.COM

No.	Domain Name
65	FIRSTREPUBLIC-ONLINE.COM
66	FIRSTREPUBLICPFS.COM
67	FIRSTREPUBLICREAL-ESTATE-LOAN.COM
68	FIRSTREPUBLICSECURITIES.COM
69	FIRSTREPUBLICSECURITIES.NET
70	FIRSTREPUBLICSECURITIES.ORG
71	FIRSTREPUBLICSECURITIESCO.COM
72	FIRSTREPUBLICSECURITIESCO.NET
73	FIRSTREPUBLICSECURITIESCO.ORG
74	FIRSTREPUBLICSECURITIESCOMPANY.COM
75	FIRSTREPUBLICSECURITIESCOMPANY.NET
76	FIRSTREPUBLICSECURITIESCOMPANY.ORG
77	FIRSTREPUBLICTRUST.NET
78	FIRSTREPUBLICWEALTH.COM
79	FIRSTREPUBLICWEALTHADVISORS.COM
80	FIRSTREPUBLICWEALTHMANAGEMENT.COM
81	FIRSTREPUBLICWEALTHMGMT.COM
82	FIRSTREPUBLISBANK.COM
83	FIRSTREPULBIC.COM
84	FIRSTRREPUBLIC.COM
85	FIRSTRREPUBLICBANK.COM
86	FRBCORPORATEONLINE.COM
87	FRBFINANCIALADVISORYSERVICES.COM
88	FRBGLOBALPAYMENTS.COM
89	FRBGLOBALPAYMENTSONLINE.COM
90	FRBGLOBALPMTS.COM

No.	Domain Name
91	FRBGLOPMPMTSONLINE.COM
92	FRBINVESTMENTMANAGEMENT.COM
93	FRBNETWORTHMANAGER.COM
94	FRBONLINEWEALTHMANAGEMENT.COM
95	FRBPFS.COM
96	FRBPRIVATEBANKING.COM
97	FRBWEALTHMANAGEMENT.COM
98	FRIM.COM
99	FRINVESTMENTMANAGEMENT.COM
100	FROLEYREVV.COM
101	GLOBALPAYMENTSONLINE.COM
102	MORTGAGE-FIRSTREPUBLIC.COM
103	ONLINE-FIRSTREPUBLIC.COM
104	TRAINERWORTHAM.COM
105	TRAINERWORTHAMONLINE.COM
106	WWW1STREPUBLIC.COM
107	WWWFIRSTREPUBLIC.COM
108	WWW-FIRSTREPUBLIC.COM
109	WWWFIRSTREPUBLICBANK.COM
110	WWWFIRSTREPUBLICHB.COM