

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	07/01/2007

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Sky Financial Group, Inc.		06/29/2007	CORPORATION: OHIO

RECEIVING PARTY DATA

Name:	Penguin Acquisition, LLC
Street Address:	41 South High Street
City:	Columbus
State/Country:	OHIO
Postal Code:	43287
Entity Type:	LIMITED LIABILITY COMPANY: MARYLAND

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	2688398	SKY INSURANCE

CORRESPONDENCE DATA

Fax Number: (419)249-7151
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 419-249-7145
 Email: schurr@marshall-melhorn.com
 Correspondent Name: Donald A. Schurr
 Address Line 1: Four SeaGate, Eighth Floor
 Address Line 4: Toledo, OHIO 43604

ATTORNEY DOCKET NUMBER:	M415000-17472001
NAME OF SUBMITTER:	Donald A. Schurr
Signature:	/Donald A. Schurr/

Date:

04/01/2008

Total Attachments: 5

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OF

SKY FINANCIAL GROUP, INC.
(an Ohio corporation)

effective July 1, 2007 @ 12:00 a

WITH AND INTO

PENGUIN ACQUISITION, LLC
(a Maryland limited liability company)

THIS IS TO CERTIFY THAT:

FIRST: Sky Financial Group, Inc., an Ohio corporation (the "Merging Corporation"), and Penguin Acquisition, LLC, a Maryland limited liability company (the "Surviving Company"), agree to effect a merger of the Merging Corporation with and into the Surviving Company, upon the terms and conditions herein set forth (the "Merger").

SECOND: The Surviving Company is the company to survive the Merger.

THIRD: The Surviving Company was organized under the laws of the State of Maryland on December 15, 2006.

FOURTH: The principal office of the Surviving Company in the State of Maryland is located in Baltimore City. The Merging Corporation has no principal office in the State of Maryland.

FIFTH: The Merging Corporation was incorporated under the laws of the State of Ohio on September 14, 1982 under the Ohio General Corporation Law. The Merging Corporation does not own an interest in land in the State of Maryland and is not registered or qualified to do business in the State of Maryland.

SIXTH: The terms and conditions of the transaction set forth in these Articles of Merger were advised, authorized and approved by the Surviving Company in the manner and by the vote required by the laws of the State of Maryland, the Articles of Organization and the Operating Agreement of the Surviving Company, as follows: The sole member of the Surviving Company, by written consent to such action, adopted a resolution approving the Merger.

SEVENTH: The terms and conditions of the transaction set forth in these Articles of Merger were advised, authorized and approved by the Merging Corporation in the manner and by the vote required by the laws of the State of Ohio and the charter and bylaws of the Merging Corporation, as follows:

(a) The board of directors of the Merging Corporation unanimously adopted a resolution approving and adopting the Agreement and Plan of Merger, dated as of December 20,

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STATE OF MARYLAND

I hereby certify that this is a true and complete copy of the 5 page document on file in this office. DATED: 6/29/07

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

TRADEMARK

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Surviving Company and the Merging Corporation, and the transactions it contemplates, including the Merger, and directing that the Merger Agreement be submitted for consideration by the stockholders of the Merging Corporation.

(b) The terms and conditions of the Merger Agreement were approved and adopted by the affirmative vote of the holders of shares of stock of the Merging Corporation entitled to cast a majority of all of the votes entitled to be cast on the matter, at a special meeting of the stockholders of the Merging Corporation.

EIGHTH: The Surviving Company has one class of member interests, representing 100% of the total percentage of member interests in the Surviving Company prior to the Effective Time (as defined below).

NINTH: The total number of shares of all classes that the Merging Corporation has authority to issue is 360,000,000 shares, consisting of 350,000,000 shares of common stock, no par value per share (the "Common Stock"), and 10,000,000 shares of serial preferred stock, par value \$10.00 per share (the "Preferred Stock"). The aggregate par value of all shares of all classes of stock of the Merging Corporation having a par value is \$100,000,000.

TENTH: At the Effective Time, the Merging Corporation shall be merged with and into the Surviving Company; and, thereupon, the Surviving Company shall possess any and all purposes and powers of the Merging Corporation; and all leases, licenses, property, rights, privileges and powers of whatever nature and description of the Merging Corporation shall be transferred to, vested in and devolved upon the Surviving Company, without further act or deed, and all of the debts, liabilities, duties and obligations of the Merging Corporation will become the debts, liabilities, duties and obligations of the Surviving Company.

At the Effective Time, as more fully described in the Merger Agreement,

(a) each member interest in the Surviving Company issued and outstanding immediately prior to the Effective Time shall remain outstanding and constitute the only outstanding member interests of the Surviving Company;

(b) each share of Common Stock outstanding immediately prior to the Effective Time, except for Excluded Shares (as defined below) and for Dissenting Shares (as defined below), will be converted automatically into the right to receive 1.098 shares of common stock, par value \$.01 per share, of Huntington and \$3.023 in cash, without interest (together, the "Merger Consideration"), and each such share of Common Stock shall no longer be outstanding and shall automatically be canceled and retired and shall cease to exist, and each holder of such shares of Common Stock shall cease to have any rights with respect to such shares, except, in all cases, the right to receive the Merger Consideration;

(c) each share of Common Stock owned by Huntington, the Merging Corporation or the Surviving Company (other than shares of Common Stock held in trust accounts, managed accounts and the like, or otherwise held in a fiduciary or agency capacity, that are beneficially owned by third parties and other than shares of Common Stock held, directly

cash and no merger consideration shall be delivered in exchange therefor;

(d) each share of Common Stock as to which rights have been asserted pursuant to Section 1701.85 of the Ohio General Corporation Law (the "OGCL") and duly perfected in accordance therewith and not effectively withdrawn (the "Dissenting Shares") shall be entitled only to such rights as are granted by the OGCL and shall not be converted into or represent a right to receive the Merger Consideration;

(e) there are no shares of Preferred Stock outstanding.

ELEVENTH: The Merger shall be effective at 12:01 a.m. EDT on July 1, 2007 (the "Effective Time").

TWELFTH: Each of the undersigned acknowledges these Articles of Merger to be the act and deed of the entity on whose behalf he has signed, and further, as to all matters or facts required to be verified under oath, each of the undersigned acknowledges that to the best of his knowledge, information and belief, these matters and facts relating to the entity on whose behalf he has signed are true in all material respects and that this statement is made under the penalties of perjury.

- Signature page follows -

Corporation, by its Chairman, President and Chief Executive Officer and attested by its Secretary, and by the Surviving Company, by an authorized person.

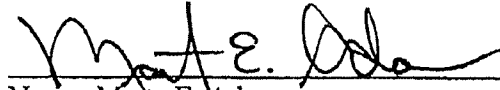
ATTEST:

SKY FINANCIAL GROUP, INC.,
an Ohio corporation



Name: W. Granger Souder, Jr.
Title: Secretary

By:



Name: Marty E. Adams
Title: Chairman, President
and Chief Executive Officer

WITNESS:

PENGUIN ACQUISITION, LLC,
a Maryland limited liability company

Name: Richard A. Cheap

By:

Name: Thomas E. Hoaglin
Title: Authorized person

[SIGNATURE PAGE TO ARTICLES OF MERGER]

Corporation, by its Chairman, President and Chief Executive Officer and attested by its Secretary, and by the Surviving Company, by an authorized person.

ATTEST:

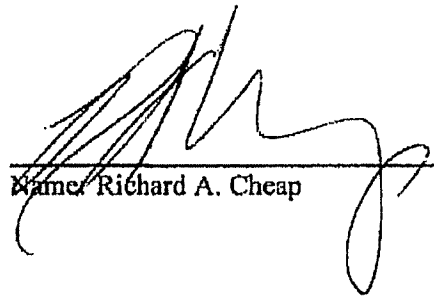
SKY FINANCIAL GROUP, INC.,
an Ohio corporation

Name: W. Granger Souder, Jr.
Title: Secretary

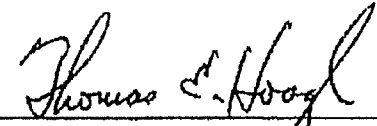
By: _____
Name: Marty E. Adams
Title: Chairman, President
and Chief Executive Officer

WITNESS:

PENGUIN ACQUISITION, LLC,
a Maryland limited liability company



Name: Richard A. Cheap

By: 

Name: Thomas E. Hoaglin
Title: Authorized person

[SIGNATURE PAGE TO ARTICLES OF MERGER]

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