

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/31/2002

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Summit Business Capital Corp.		12/27/2002	CORPORATION: NEW YORK

RECEIVING PARTY DATA

Name:	Fleet Capital Corporation
Street Address:	One Financial Plaza
City:	Providence
State/Country:	RHODE ISLAND
Postal Code:	02903
Entity Type:	CORPORATION: RHODE ISLAND

PROPERTY NUMBERS Total: 7

Property Type	Number	Word Mark
Registration Number:	2634341	CHENEY VELVETS
Registration Number:	2569665	AMERICAN SILK
Registration Number:	2466387	MADISON PARK
Registration Number:	1792661	TAFY
Registration Number:	1792662	SAKI
Registration Number:	1792660	SAN SILK
Registration Number:	0387632	CHENEY FABRICS

CORRESPONDENCE DATA

Fax Number: (914)684-0304
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 9146840600
 Email: SKelleher@Kelleherip.com
 Correspondent Name: Sean L. Kelleher

OP \$190.00 2634341

Address Line 1: PO Box 560
Address Line 4: Goldens Bridge, NEW YORK 10526

ATTORNEY DOCKET NUMBER:	357
NAME OF SUBMITTER:	Sean L. Kelleher
Signature:	/Sean L. Kelleher/
Date:	05/14/2008

Total Attachments: 15

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FILING RECEIPT

ENTITY NAME: FLEET CAPITAL CORPORATION

DOCUMENT TYPE: MERGER (FOR. BUSINESS)
PROCESS

COUNTY: NEWY

SERVICE COMPANY: CT CORPORATION SYSTEM

SERVICE CODE: 07

CONSTITUENT NAME: SUMMIT BUSINESS CAPITAL CORP.

FILED: 12/27/2002 DURATION: ***** CASH#: 021227000166 FILM #: 021227000161

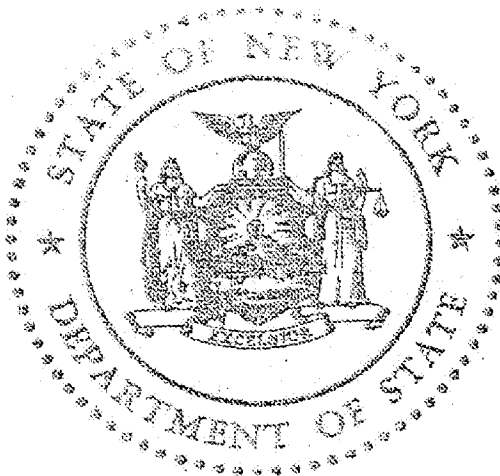
ADDRESS FOR PROCESS

EFFECT DATE

THE CORPORATION
ONE FINANCIAL PLAZA
PROVIDENCE, RI 02903

12/31/2002

REGISTERED AGENT



FILER	FEE	AMOUNT	PAYMENTS	AMOUNT
EDWARDS & ANGELL LLP 101 FEDERAL ST. BOSTON, MA 02110	FILING	60.00	CASH	0.00
	TAX	0.00	CHECK	220.00
	CERT	0.00	CHARGE	0.00
	COPIES	10.00	DRAWDOWN	0.00
	HANDLING	150.00	BILLED	0.00
			REFUND	0.00
		220.00		220.00

State of New York }
Department of State } ss:

I hereby certify that the annexed copy has been compared with the original document filed by the Department of State and that the same is a true copy of said original.

Witness my hand and seal of the Department of State on

DECEMBER 27, 2002



A handwritten signature in black ink, appearing to read "R. A. S.", is written over the printed name of the Secretary of State.

Secretary of State

F021227000161

Certificate of Merger
of
Summit Business Capital Corp.
and
Fleet Capital Corporation
into
Fleet Capital Corporation

Under Section 907 of the Business Corporation Law

It is hereby certified, on behalf of each of the constituent corporations herein named, as follows:

FIRST: The Board of Directors of each of the constituent corporations has duly adopted a plan of merger, setting forth the terms and conditions of the merger of said corporations. The effective date of the merger shall be December 31, 2002.

SECOND: The name of the foreign constituent corporation, which is to be the surviving corporation, and which is hereinafter sometimes referred to as the "surviving constituent corporation", is Fleet Capital Corporation. The jurisdiction of its incorporation is the State of Rhode Island; and the date of its incorporation therein is August 12, 1981.

The Application for Authority in the State of New York of the surviving constituent corporation to transact business as a foreign corporation therein was filed by the Department of State of the State of New York on July 24, 1984.

THIRD: The name of the domestic constituent corporation, which is being merged into the surviving constituent corporation, and which is hereinafter sometimes referred to as the "merged constituent corporation", is Summit Business Capital Corp. The date upon which its certificate of incorporation was filed by the Department of State is December 12, 1997 under the name Summit Commercial/Gibraltar Corp.

FOURTH: As to each constituent corporation, the plan of merger sets forth the designation and number of outstanding shares of each class and series, the specification of the classes and series

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entitled to vote on the plan of merger, and the specification of each class and series entitled to vote as a class on the plan of merger, as follows:

FLEET CAPITAL CORPORATION

Designation of each outstanding class and series of shares	Number of outstanding shares of each class	Designation of class and series entitled to vote	Classes and series entitled to vote as a class
Common	100	Common	100

SUMMIT BUSINESS CAPITAL CORP.

Designation of each outstanding class and series of shares	Number of outstanding shares of each class	Designation of class and series entitled to vote	Classes and series entitled to vote as a class
Common	500	Common	500

FIFTH: The merger herein certified was authorized in respect of the merged constituent corporation by the written consent of holders of outstanding shares of the corporation entitled to vote on the plan of merger, having not less than the minimum requisite proportion of votes, which has been given in accordance with section 615 of the Business Corporation Law of the State of New York. Written notice has been given as and to the extent required by the said section 615.

SIXTH: The merger herein certified is permitted by the laws of the jurisdiction of incorporation of the surviving constituent corporation and is in compliance with said laws.

SEVENTH: The surviving constituent corporation agrees that it may be served with process in the State of New York in any action or special proceeding for the enforcement of any liability or obligation of the merged constituent corporation, for the enforcement of any liability or obligation of the surviving constituent corporation for which the surviving constituent corporation are previously amenable to suit in the State of New York, and for the enforcement, as provided in the Business Corporation Law of the State of New York, of the right of shareholders of the merged constituent corporation to receive payment for their shares against the surviving constituent corporation.

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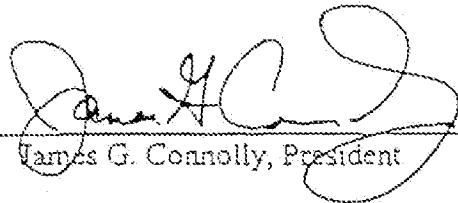
EIGHTH: The surviving constituent corporation agrees that, subject to the provisions of section 623 of the Business Corporation Law of the State of New York, it will promptly pay to the shareholders of the merged constituent corporation the amount, if any, to which they shall be entitled under the provisions of the Business Corporation Law of the State of New York relating to the rights of shareholders to receive payment for their shares.

NINTH: The surviving constituent corporation hereby designates the Secretary of State of the State of New York as its agent upon whom process against it may be served in the manner set forth in paragraph (b) of section 306 of the Business Corporation Law of the State of New York in any action or special proceeding. The post office address to which the said Secretary of State shall mail a copy of any process against the surviving corporation that is served upon him is One Financial Plaza, Providence, Rhode Island 02903.

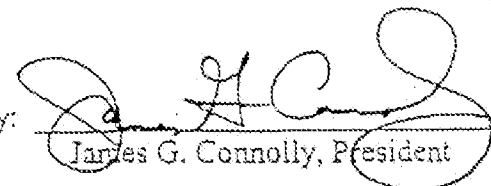
TENTH: The constituent domestic corporation hereby certifies that all fees and taxes (including penalties and interest) administered by the Department of Taxation and Finance of the State of New York which are now due and payable by the constituent domestic corporation have been paid and that a cessation franchise tax report (estimated or final) through the anticipated date of merger has been filed by the constituent domestic corporation. The said report, if estimated, is subject to amendment. The surviving foreign corporation agrees that it will within thirty days after the filing of the certificate of merger file the cessation tax report, if an estimated report was previously filed, and promptly pay to the Department of Taxation and Finance of the State of New York all fees and taxes (including penalties and interest), if any, due to the said Department of Taxation and Finance by the constituent domestic corporation.

Signed on December 23, 2002.

SUMMIT BUSINESS CAPITAL CORP.

By: 
James G. Connolly, President

FLEET CAPITAL CORPORATION

By: 
James G. Connolly, President

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CERTIFICATE OF MERGER
OF
SUMMIT BUSINESS CAPITAL CORP.
INTO
FLEET CAPITAL CORPORATION

UNDER SECTION 907 OF THE BUSINESS CORPORATION LAW

FILED

2002 DEC 27 AM 10:23

SA

JCC

STATE OF NEW YORK
DEPARTMENT OF STATE
FILED DEC 27 2002
TAX \$ _____
BY: *SA*
ny

EDWARDS & ANGELL LLP
101 FEDERAL STREET
BOSTON, MA 02110

Dec 27 10 02 AM '02

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STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
Office of the Secretary of State

Edward S. Inman, III, Secretary of State

CERTIFICATE OF MERGER OR CONSOLIDATION
INTO

Fleet Capital Corporation

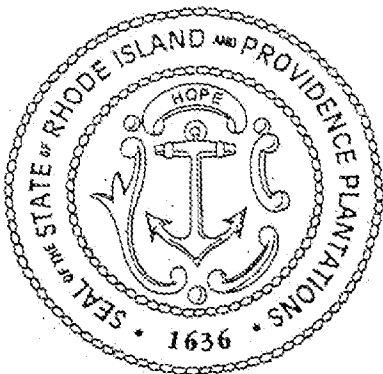
I, EDWARD S. INMAN, III, Secretary of State of the State of Rhode Island and Providence Plantations, hereby certify that duplicate originals of Articles of Merger of Fleet Capital Corporation, a domestic corporation, and Summit Business Capital, a foreign corporation, and _____, a domestic corporation, duly signed and verified pursuant to the applicable provisions of the Rhode Island General Laws, 1956, as amended, have been received in this office and are found to conform to law. The affixed is a duplicate original of the Articles of Merger or Consolidation.

WITNESS my hand and the seal of the State of Rhode Island and Providence Plantations this 30th day of December, 2002.

Edward S. Inman, III

Secretary of State

By *Jane Berthiaume*





STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

ARTICLES OF MERGER OR CONSOLIDATION INTO

(To Be Filed In Duplicate Original)

Fleet Capital Corporation

(Insert full name of surviving or new entity on this line.)

RECEIVED
SECRETARY OF STATE
CORPORATIONS DIVISION
DEC 30 2 05 PM '02

SECTION I: TO BE COMPLETED BY ALL MERGING OR CONSOLIDATING ENTITIES

Pursuant to the applicable provisions of the Rhode Island General Laws, 1956, as amended, the undersigned entities submit the following Articles of [X] Merger or [] Consolidation (check one box only) for the purpose of merging or consolidating them into one entity.

a. The name and type (for example, business corporation, non-profit corporation, limited liability company, limited partnership, etc.) of each of the merging or consolidating entities and the states under which each is organized are:

Table with 3 columns: Name of entity, Type of entity, State under which entity is organized. Rows include Fleet Capital Corporation and Summit Business Capital Corp.

b. The laws of the state under which each entity is organized permit such merger or consolidation.

c. The full name of the surviving or new entity is Fleet Capital Corporation which is to be governed by the laws of the state of Rhode Island

d. The attached Plan of Merger or Consolidation was duly authorized, approved, and executed by each entity in the manner prescribed by the laws of the state under which each entity is organized. (Attach Plan of Merger or Consolidation)

e. If the surviving entity's name has been amended via the merger, please state the new name: n/a

f. If the surviving or new entity is to be governed by the laws of a state other than Rhode Island, and such surviving or new entity is not qualified to conduct business in the state of Rhode Island, the entity agrees that it may be served with process in Rhode Island in any proceeding for the enforcement of any obligation of any domestic entity which is a party to the merger or consolidation; it irrevocably appoints the Secretary of State as its agent to accept service of process in any action, suit, or proceeding; and the address to which a copy of such process of service shall be mailed to it by the Secretary of State is:

g. The future effective date (which shall be a date or time certain no more than thirty (30) days after the filing of the Articles of Merger or, in the case of a subsidiary merger, on or after the 30th day after the mailing of a copy of the agreement of merger to the shareholders of the subsidiary corporation) of the merger or consolidation is (if upon filing, so state) December 31, 2002

SECTION II: TO BE COMPLETED ONLY IF ONE OR MORE OF THE MERGING OR CONSOLIDATING ENTITIES IS A BUSINESS CORPORATION PURSUANT TO TITLE 7, CHAPTER 1.1 OF THE RHODE ISLAND GENERAL LAWS, AS AMENDED.

a. If one or more of the merging or consolidating entities is a business corporation (except one whose shareholders are not required to approve the agreement under Section 7-1.1-67, or does not require shareholder approval pursuant to the laws of the state under which the corporation is organized, in which event that fact shall be set forth), state below as to each business corporation, the total number of shares outstanding entitled to vote on the Plan of Merger or Consolidation, respectively, and, if the shares

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By TRADEMARK # 7477

of any class are entitled to vote on the plan as a class, state below the designation and number of outstanding shares of each class:

<u>Name of Business Corporation</u>	<u>Total Number of Shares Outstanding</u>	<u>Entitled to Vote as a Class</u>	
		<u>Designation of Class</u>	<u>Number of Shares</u>
Fleet Capital Corporation	100	Common	100
Summit Business Capital Corp.	500	Common	500

b. If one or more of the merging or consolidating entities is a business corporation (except one whose shareholders are not required to approve the agreement under Section 7-1.1-67, or does not require shareholder approval pursuant to the laws of the state under which the corporation is organized, in which event that fact shall be set forth), state below as to each business corporation, the total number of shares voted for and against such plan, respectively, and as to each class entitled to vote thereon as a class, state the number of shares of each class voted for and against the plan, respectively.

<u>Name of Business Corporation</u>	<u>Total Voted For</u>	<u>Total Voted Against</u>	<u>Entitled to Vote as a Class</u>		
			<u>Class</u>	<u>Voted For</u>	<u>Voted Against</u>
Fleet Capital Corporation	100	-0-	Common	100	-0-
Summit Business Capital Corp.	500	-0-	Common	500	-0-

c. If the surviving or new entity is to be governed by the laws of a state other than Rhode Island, such surviving or new entity hereby agrees that it will promptly pay to the dissenting shareholders of any domestic entity the amount, if any, to which they shall be entitled under the provisions of Title 7, Chapter 1.1 of the General Laws of Rhode Island, 1956, as amended, with respect to dissenting shareholders.

d. Complete the following subparagraphs i, ii, and iii only if the merging business corporation is a subsidiary corporation of the surviving corporation.

i) The name of the subsidiary corporation is _____

ii) State below the number of outstanding shares of each class of the subsidiary corporation and the number of the shares of each class of the subsidiary corporation owned by the surviving corporation.

<u>Number of Shares Outstanding of the Subsidiary Corporation</u>	<u>Designation of Class</u>	<u>Number of Shares of Subsidiary Corporation Owned by Surviving Corporation</u>	<u>Designation of Class</u>
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

iii) A copy of the plan of merger was mailed to shareholders of the subsidiary corporation on _____

SECTION III: TO BE COMPLETED ONLY IF ONE OR MORE OF THE MERGING OR CONSOLIDATING ENTITIES IS A NON-PROFIT CORPORATION PURSUANT TO TITLE 7, CHAPTER 6 OF THE RHODE ISLAND GENERAL LAWS, AS AMENDED.

- a. If the members of any merging or consolidating non-profit corporation are entitled to vote thereon, attach a statement for each such non-profit corporation which sets forth the date of the meeting of members at which the Plan of Merger or Consolidation was adopted, that a quorum was present at the meeting, and that the plan received at least a majority of the votes which members present at the meeting or represented by proxy were entitled to cast; OR attach a statement for each such non-profit corporation which states that the plan was adopted by a consent in writing signed by all members entitled to vote with respect thereto.
- b. If any merging or consolidating corporation has no members, or no members entitled to vote thereon, then as to each such non-profit corporation attach a statement which states the date of the meeting of the board of directors at which the plan was adopted, and a statement of the fact that the plan received the vote of a majority of the directors in office.

SECTION IV: TO BE COMPLETED ONLY IF ONE OR MORE OF THE MERGING OR CONSOLIDATING ENTITIES IS A LIMITED PARTNERSHIP PURSUANT TO TITLE 7, CHAPTER 13 OF THE RHODE ISLAND GENERAL LAWS, AS AMENDED

- a. The agreement of merger or consolidation is on file at the place of business of the surviving or resulting domestic limited partnership or other business entity and the address thereof is:

- b. A copy of the agreement of merger or consolidation will be furnished by the surviving or resulting domestic limited partnership or other business entity, on request and without cost, to any partner of any domestic limited partnership or any person holding an interest in any other business entity which is to merge or consolidate.

SECTION V: TO BE COMPLETED BY ALL MERGING OR CONSOLIDATING ENTITIES

Summit Capital Corp.

Print Entity Name

By: [Signature]
 Name of person signing

President Title of person signing

By: [Signature]
 Name of person signing

Secretary Title of person signing

STATE OF CONNECTICUT
 COUNTY OF HARTFORD

In Glastonbury, CT, on this 20th day of December, 2002, before me personally appeared JAMES G. CONNOLLY who, being duly sworn, declared that he/she is the PRESIDENT of the above-named entity and that he/she signed the foregoing document as such authorized agent, and that the statements herein contained are true.

[Signature]
 Notary Public LISA A. GIAMPAOLO
 My Commission Expires: MY COMMISSION EXPIRES FEB. 28, 2005

Fleet Capital Corporation

Print Entity Name

By: [Signature]
 Name of person signing

President Title of person signing

By: [Signature]
 Name of person signing

Secretary Title of person signing

STATE OF CONNECTICUT
 COUNTY OF HARTFORD

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[Signature]
 Notary Public
 My Commission Expires:
LISA A. GIAMPAOLO
 NOTARY PUBLIC
 MY COMMISSION EXPIRES FEB. 28, 2005

- a. The agreement of merger or consolidation is on file at the place of business of the surviving or resulting domestic limited partnership or other business entity and the address thereof is:
- b. A copy of the agreement of merger or consolidation will be furnished by the surviving or resulting domestic limited partnership or other business entity, on request and without cost, to any partner of any domestic limited partnership or any person holding an interest in any other business entity which is to merge or consolidate.

SECTION V: TO BE COMPLETED BY ALL MERGING OR CONSOLIDATING ENTITIES

Summit Business Capital Corp.

Print Entity Name

By: [Signature]
Name of person signing

Title of person signing
President

By: [Signature]
Name of person signing
Timothy A. Clarke

Title of person signing
Secretary

STATE OF CONNECTICUT
COUNTY OF HARTFORD

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Notary Public
My Commission Expires:

[Signature]
LISA A. GIAMPAOLU
NOTARY PUBLIC
MY COMMISSION EXPIRES FEB. 28, 2006

Fleet Capital Corporation

Print Entity Name

By: [Signature]
Name of person signing

Title of person signing
President

By: [Signature]
Name of person signing
Timothy A. Clarke

Title of person signing
Secretary

STATE OF CONNECTICUT
COUNTY OF HARTFORD

In GLASTONBURY, on this 20th day of DECEMBER, 2002, before me personally appeared JAMES G. CONNOLLY who, being duly sworn, declared that he/she is the PRESIDENT of the above-named entity and that he/she signed the foregoing document as such authorized agent, and that the statements herein contained are true.

Notary Public
My Commission Expires:

[Signature]
LISA A. GIAMPAOLU
NOTARY PUBLIC
MY COMMISSION EXPIRES FEB. 28, 2006

AGREEMENT AND PLAN OF MERGER

This AGREEMENT AND PLAN OF MERGER (hereinafter referred to as the "Agreement") is dated as of the 23 day of December, 2002 between FLEET CAPITAL CORPORATION, a Rhode Island corporation (hereinafter referred to as the "Surviving Corporation") and SUMMIT BUSINESS CAPITAL CORP., a New York corporation (the "Merged Corporation") (the Merged Corporation and the Surviving Corporation are hereinafter collectively referred to as the "Constituent Corporations").

WITNESSETH:

WHEREAS, the Surviving Corporation is duly organized and existing under the laws of the State of Rhode Island; and

WHEREAS, the Surviving Corporation has 100 shares of common stock, \$1.00 par value, duly issued and outstanding; and

WHEREAS, the Merged Corporation is duly organized and existing under the laws of the State of New York; and

WHEREAS, the Merged Corporation has 500 shares of common stock, \$2.00 par value, duly issued and outstanding; and

WHEREAS, the Directors of the Constituent Corporations deem it advisable and in the best interests of the respective corporate parties and their shareholders that the Merged Corporation be merged into the Surviving Corporation.

NOW, THEREFORE, in consideration of the mutual covenants and subject to the terms and conditions hereinafter set forth, the Constituent Corporations agree as follows:

Section 1. The Merger.

The Merged Corporation shall merge with and into the Surviving Corporation on the Effective Date as further defined herein (the "Effective Date"). Subject to the terms and conditions set forth herein, on the Effective Date, the Merged Corporation shall be merged with and into the Surviving Corporation (the "Merger"), whereupon the separate existence of the Merged Corporation shall cease and the Surviving Corporation will be the surviving corporation of the Merger.

Section 2. Terms and Conditions.

On the Effective Date, the Surviving Corporation shall succeed to all the rights, privileges, immunities, licenses and franchises, and all the property, real, personal and mixed, of

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the Merged Corporation, without the necessity for any separate transfers. The Surviving Corporation shall thereafter be responsible and liable for all liabilities and obligations of the Merged Corporation, and neither the rights of creditors nor any liens on the property of the Merged Corporation shall be impaired by the Merger. The corporate identity, existence, purposes, powers, objects, franchises, rights and immunities of the Surviving Corporation shall continue unaffected and unimpaired by the Merger hereby provided for, and the corporate identity, existence, purposes, powers, objects, franchises, rights, and immunities of the Merged Corporation shall be continued in and merged into the Surviving Corporation and the Surviving Corporation shall be fully vested therewith.

Section 3. Conversion of Shares.

The manner and basis of converting the shares of the Merged Corporation into shares of the Surviving Corporation are as follows:

(a) Each share of common stock of the Merged Corporation issued and outstanding immediately prior to the Merger shall be canceled as of the Effective Date, and no payment shall be made with respect thereto.

(b) Each share of common stock of the Surviving Corporation issued and outstanding immediately prior to the Merger shall remain issued and outstanding following the Effective Date.

Section 4. Articles of Incorporation.

The Articles of Incorporation of the Surviving Corporation that are in effect immediately prior to the Effective Date shall continue to be the Articles of Incorporation of said Surviving Corporation following the Effective Date, until further amended and changed pursuant to the provisions of the Rhode Island Business Corporation Act.

Section 5. Bylaws of Surviving Corporation.

The Bylaws of the Surviving Corporation that are in effect immediately prior to the Effective Date shall continue to be the Bylaws of said Surviving Corporation following the Effective Date.

Section 6. Purposes of Surviving Corporation.

The purposes set forth in the Articles of Incorporation of the Surviving Corporation that are in effect immediately prior to the Effective Date shall continue in full force and effect as the corporate purposes of the Surviving Corporation following the Effective Date.

Section 7. Directors and Officers.

The persons who are the directors and officers of the Surviving Corporation immediately prior to the Effective Date shall on and after the Effective Date continue to be and remain the directors and officers of the Surviving Corporation following the Merger for the full and unexpired terms of their offices and until their respective successors have been elected and appointed.

Section 8. Approval of Directors and Shareholders.

This Agreement was approved by the directors and sole shareholder of the Merged Corporation in accordance with the provisions of Sections 708(b) and 615 of the New York Business Corporation Law and by the directors and sole shareholder of the Surviving Corporation in accordance with the provisions of Section 7-1.1-70 of the Rhode Island Business Corporation Act.

Section 9. Successors and Assigns; No Other Beneficiaries.

The provisions of this Agreement and Plan of Merger shall be binding upon and inure to the benefit of the parties hereto and their respective successors and assigns, provided that no party may assign, delegate or otherwise transfer any of its rights or obligations hereunder without the consent of the other party hereto. This agreement is not intended to confer upon any person not a party hereto any rights or remedies hereunder.

Section 10. Governing Law.

This Agreement and Plan of Merger shall be construed in accordance with and governed by the laws of the State of Rhode Island without regard to the conflict of law rules thereof.

Section 11. Effectiveness.

The Effective Date of this Agreement and Plan of Merger shall be December 31, 2002 at 11:59 p.m.

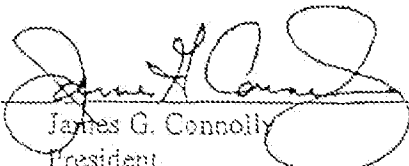
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IN WITNESS WHEREOF, each of the Constituent Corporations, pursuant to authority duly granted by its respective Directors, has caused this Agreement and Plan of Merger to be executed by its respective authorized officer as of the day and year first above written.

ATTEST:


SUMMIT BUSINESS CAPITAL CORP.,
a New York corporation

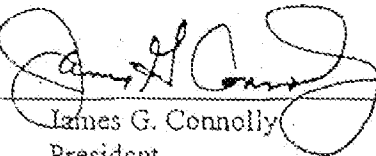
By: 
Timothy A. Clarke
Secretary

By: 
James G. Connolly
President

ATTEST:

FLEET CAPITAL CORPORATION,
a Rhode Island corporation

By: 
Timothy A. Clarke
Secretary

By: 
James G. Connolly
President