

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	05/22/2008

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Compass Bancshares, Inc.		05/22/2008	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

Name:	Compass Bancshares, Inc.
Street Address:	15 South 20th Street
City:	Birmingham
State/Country:	ALABAMA
Postal Code:	35296
Entity Type:	CORPORATION: ALABAMA

**PROPERTY NUMBERS Total: 163**

Property Type	Number	Word Mark
Registration Number:	865122	C
Registration Number:	1119802	CAMPUS PLAN
Registration Number:	1537653	WORRY-FREE CD
Registration Number:	1604027	COMPASS BANK
Registration Number:	1785825	ARIZONA BANK
Registration Number:	1801075	ARIZONA BANK
Registration Number:	1825467	COMPASSLINE
Registration Number:	1868984	COMPASS ATTACHE
Registration Number:	1873400	COMPASS CLUB
Registration Number:	1876083	COMPASS BANKING CARD
Registration Number:	1876905	PERFORMA
Registration Number:	1879322	ATTACHE
Registration Number:	1891358	C

CH \$4090.00 865122

Registration Number:	1894329	COMPASS BANK
Registration Number:	1910414	C COMPASS BROKERAGE
Registration Number:	1916785	C
Registration Number:	1957822	COMPASS COURIER
Registration Number:	1981656	COMPASSLINK
Registration Number:	1989229	COMPASSNET
Registration Number:	1994117	COMPASSNET
Registration Number:	1995631	COMPASSPOINT
Registration Number:	2001950	WHERE THERE'S COMPASS THERE'S A WAY
Registration Number:	2009795	1-800-COMPASS
Registration Number:	2111966	COMPASSPC
Registration Number:	2124395	COMPASSGROUP PLUS
Registration Number:	2141001	EXPEDITION
Registration Number:	2146354	EXPEDITION FUNDS
Registration Number:	2148725	COMPASSWEB
Registration Number:	2346029	COMPASSWORKS
Registration Number:	2347611	COMPASSWORKS FOR BUSINESS
Registration Number:	2393021	COMPASSPRIME INVESTMENT ACCOUNT
Registration Number:	2403543	COMPASSPRIME CHECKING ACCOUNT
Registration Number:	2406615	
Registration Number:	2408544	ACCUTRAK
Registration Number:	2435221	COMPASSEDGE
Registration Number:	2438846	COMPASSRIGHT BUY
Registration Number:	2438955	EMPLOYEE BONUS BANKING
Registration Number:	2438957	EXECUTIVE BONUS BANKING
Registration Number:	2447650	COMPASS BUSINESS LEASING
Registration Number:	2451239	COMPASS BANK PRIVATE CLIENT SERVICES PRIVATE TRUST
Registration Number:	2505098	SERIOUS SAVER
Registration Number:	2505110	BILLSOURCE
Registration Number:	2528422	COMPASSGOLD
Registration Number:	2582753	MYCOMPASS
Registration Number:	2583189	COMPASSPLUS
Registration Number:	2601589	COMPASS SERIOUS SAVER
Registration Number:	2645873	ACCUMANAGER

Registration Number:	2652611	COMPASS MORTGAGE
Registration Number:	2691409	COMPASSVIEW
Registration Number:	2703313	BUSINESS LEADERS CONFIDENCE INDEX
Registration Number:	2721486	EVERY ATM ON EARTH IS FREE
Registration Number:	2729434	BUSINESSWORKS
Registration Number:	2730752	APOGEE HOLDINGS, INC.
Registration Number:	2744612	COMPASS PAYSOURCE CARD
Registration Number:	2746252	GET THE CAR YOU WANT WITH COMPASSRIGHT LEASE!
Registration Number:	2753603	THE VIRCOM 3 SYSTEM
Registration Number:	2754009	EQUITY OPTIMIZER
Registration Number:	2756556	COMPASS STARLINE
Registration Number:	2757105	COMPASS DIRECTIONS
Registration Number:	2767426	PERFORMAPLUS
Registration Number:	2767427	PERFORMAPLUS ANNUITY
Registration Number:	2792215	BLCI
Registration Number:	2801758	BLCI BUSINESS LEADERS CONFIDENCE INDEX
Registration Number:	2811250	COMPASS EQUITY OPTIMIZER
Registration Number:	2813060	COMPASS E-ACCESS
Registration Number:	2813087	COMPASS E-ACCESS
Registration Number:	2847043	REWARDSPLUS SAVINGS
Registration Number:	2860108	BASIC50
Registration Number:	2869269	BASIC50 CHECKING
Registration Number:	2891147	INVESTORS EDGE
Registration Number:	2911271	JALB
Registration Number:	2915128	INVESTORS EDGE BANKING
Registration Number:	2924472	COMPASS ON CAMPUS
Registration Number:	2951562	JUST A LITTLE BETTER
Registration Number:	2980295	TEXASBANK
Registration Number:	2986455	SMARTPATH
Registration Number:	2989439	COMPASS INVESTORS EDGE
Registration Number:	3002580	COMPASS BUSINESS REBATE
Registration Number:	3003905	FIRE YOUR BANK
Registration Number:	3021647	CREDITCARE
Registration Number:	3034199	APOGEE CORPORATE BENEFITS & COMPENSATION CONSULTING INDIVIDUAL WEALTH TRANSFER

**TRADEMARK**

**REEL: 003870 FRAME: 0425**

		PLANNING ... YOUR FUTURE IS OUR BUSINESS
Registration Number:	3042547	COMPASSPOINTS
Registration Number:	3045618	COMPASS BROKERAGE
Registration Number:	3056508	TRIPLE-FREE
Registration Number:	3058209	COMPASS ON CAMPUS
Registration Number:	3061268	PERFORMAFIVE
Registration Number:	3072134	PERFORMAFIVE ANNUITY
Registration Number:	3083488	COMPASS BUSINESS CLASS
Registration Number:	3085355	SMARTPATH PORTFOLIO
Registration Number:	3086445	COMPASS BUSINESSCLASS QUICK DROP
Registration Number:	3093782	COMPASS CREDITCARE
Registration Number:	3096555	TRIPLE-FREE ATM POLICY
Registration Number:	3103542	COMPASS HOMEVALUE
Registration Number:	3126591	COMPASS PREFERRED MONEY MARKET
Registration Number:	3126985	COMPASS PREFERRED
Registration Number:	3193677	TRIPLE-FREE ATM
Registration Number:	3195268	COMPASSCASH
Registration Number:	3202656	NETPROFILE
Registration Number:	3227576	COMPASSSTARS
Registration Number:	3227652	ADLER-DOWNEY OF ARIZONA, INC.
Registration Number:	3234232	COMPASS CARD
Registration Number:	3238281	COMPASSCONNECT
Registration Number:	3245709	COMPASS E-TRANSMIT
Registration Number:	3263028	COMPASS PREFERRED CLIENT PROGRAM
Registration Number:	3271376	ST. JOHNS INVESTMENT MANAGEMENT
Registration Number:	3271377	STAVIS, MARGOLIS ADVISORY SERVICES
Registration Number:	3279177	ST. JOHNS
Registration Number:	3298974	COMPASS IDENTITY SAFE
Registration Number:	3304753	COMPASS PREFERRED CLIENT
Registration Number:	3307045	AD ADLER-DOWNEY OF ARIZONA, INC.
Registration Number:	3325998	ID SAFE
Registration Number:	3326423	COMPASS CONNECT
Registration Number:	3341466	CUENTA CON COMPASS
Registration Number:	3357022	COMPASSSELECT
Registration Number:	3385478	COMPASS BUSINESSCLASS

**TRADEMARK**

**REEL: 003870 FRAME: 0426**

Registration Number:	3385479	COMPASS BUSINESSCLASS QUICKDROP
Registration Number:	3386133	BUILD-TO-ORDER CHECKING
Registration Number:	3386134	BUILD-TO-ORDER FREE CHECKING
Registration Number:	3386182	COMPASSDIRECT MORTGAGE
Registration Number:	3390080	COMPASSFIRST
Registration Number:	3395484	COMPASS SITE ID
Registration Number:	3395910	GOLD KEY
Registration Number:	3423967	DEPOSICASH
Registration Number:	3426862	GOLDKEY SERVICES AND DESIGN
Registration Number:	3451038	COMPASS PREFERRED CLIENT BANKING
Registration Number:	3463616	MAKEMYCARD
Registration Number:	3468536	COMPASS BUSINESSCLASS ONLINE
Registration Number:	3477198	COMPASS BUSINESSCLASS ONLINE CASH MANAGER
Registration Number:	3497345	BROKERAGE SOLUTIONS
Serial Number:	76226546	PERFORMAPLUS
Serial Number:	77021756	COMPASS WEALTH MANAGERS
Serial Number:	77021764	COMPASS WEALTH MANAGERS COMPANY
Serial Number:	77037892	ST. JOHNS WEALTH MANAGEMENT
Serial Number:	77038743	STAVIS MARGOLIS WEALTH MANAGEMENT
Serial Number:	77038780	ST. JOHNS WEALTH MANAGEMENT
Serial Number:	77063663	COMPASS SITE ID
Serial Number:	77070572	PALADIN BROKERAGE SOLUTIONS
Serial Number:	77071177	PALADIN
Serial Number:	77071193	PALADIN BROKERAGE
Serial Number:	77178528	MAKE MY CARD
Serial Number:	77178599	WWW.COMPASSBANK.COM/GO/MAKEMYCARD
Serial Number:	77198956	PB
Serial Number:	77199216	PB PALADIN
Serial Number:	77199276	PB PALADIN BROKERAGE SOLUTIONS, INC.
Serial Number:	77279733	COMPASS BUSINESSCLASS PREFERRED
Serial Number:	77343730	DEPOSITRACK
Serial Number:	77354826	COMPASS REMOTE DEPOSIT ONLINE
Serial Number:	77444682	COMPASS CREDIT ONLINE
Serial Number:	77448219	COMPASS MOBILE BANKING
Serial Number:	77448233	COMPASS MOBILE

Serial Number:	77453246	COMPASS PAYSOURCE
Serial Number:	77480474	BBVA COMPASS
Serial Number:	77480494	BBVA COMPASS BANK
Serial Number:	77523852	COMPASS BONUS BANKING
Serial Number:	77537222	COMPASS ON BUSINESS
Serial Number:	78578211	IDENTITY SAFE
Serial Number:	78662450	COMPASSBANK@WORK
Serial Number:	78698210	COMPASS PREFERRED MONEY MARKET ACCOUNT FOR BUSINESS
Serial Number:	78773505	COMPASSPREFERRED
Serial Number:	78840126	EXPEDITIONPLUS ANNUITY
Serial Number:	78860991	EXPEDITIONPLUS
Serial Number:	78863992	COMPASS INSPIRE
Serial Number:	78873509	COMPASS RETIREMENT SOLUTIONS

**CORRESPONDENCE DATA**

Fax Number: (312)655-1501  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 312-655-1500  
Email: jrmdocket@welshkatz.com  
Correspondent Name: Joseph R. Marcus  
Address Line 1: 120 S. Riverside Plaza  
Address Line 2: 22nd Floor  
Address Line 4: Chicago, ILLINOIS 60606

ATTORNEY DOCKET NUMBER:	04080-106958
NAME OF SUBMITTER:	Joseph R. Marcus
Signature:	/jrm/
Date:	10/14/2008

**Total Attachments: 10**  
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# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"COMPASS BANCSHARES, INC.", A DELAWARE CORPORATION,  
WITH AND INTO "NEW CB, INC." UNDER THE NAME OF "COMPASS BANCSHARES, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF ALABAMA, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SECOND DAY OF MAY, A.D. 2008, AT 12:45 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



4551363 8100M

080588995

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6610546

DATE: 05-22-08

TRADEMARK  
REEL: 003870 FRAME: 0429





IN WITNESS WHEREOF, said surviving corporation has caused this certificate to be signed by an authorized officer, the 22nd day of May, A.D., 2008.

By: J.W. Powell  
Authorized Officer

Name: Jerry W. Powell  
Print or Type

Title: Secretary

ALABAMA STATE CAPITOL  
600 DEXTER AVENUE  
SUITE S-105  
MONTGOMERY, AL 36130



(334) 242-7200  
FAX (334) 242-4993

WWW.SOS.ALABAMA.GOV

**BETH CHAPMAN**  
*SECRETARY OF STATE*

May 22, 2008

Riley W Robey  
Balch & Bingham  
PO Box 78  
Montgomery AL 36101

Re: Articles of Merger merging Compass Bancshares, Inc., a Delaware Corporation into New CB, Inc.

Dear Sir or Madam:

This will acknowledge receipt of your recent letter enclosing original and two copies of the above captioned merger and your checks in the amounts of \$ 150.00 made payable to the Secretary of State and \$26.00 made payable to the Jefferson County Probate Judge.

Please be advised that said instrument is being filed in this office on May 22, 2008.

I am forwarding a certified copy of merger and your check in the amount of \$26.00 to the Judge of Probate of Jefferson

If this office may be of further assistance in this or any other matter, please contact Sharon Staton in the Corporation Division at (334)242-5324.

Sincerely,

A handwritten signature in cursive script that reads "Beth Chapman" followed by a small flourish.

Beth Chapman  
Secretary of State

BC:sls  
cc: Judge of Probate Jefferson County

FILED IN OFFICE

ARTICLES OF MERGER  
OF  
COMPASS BANCSHARES, INC.  
WITH AND INTO  
NEW CB, INC.

MAY 22 2008

SECRETARY OF STATE

Pursuant to the provisions of Section 10-2B-11.05 of the Alabama Business Corporation Act, as amended (the "ABCA"), New CB, Inc., an Alabama corporation ("New CB"), hereby adopts the following Articles of Merger for the purpose of merging Compass Bancshares, Inc., a Delaware corporation ("Compass"), with and into New CB (the "Merger"), with New CB being the surviving corporation after the Merger:

FIRST: Attached hereto as Exhibit A and incorporated herein by this reference is the Agreement and Plan of Merger, dated as of April 23, 2008 (the "Plan of Merger"). The Plan of Merger was approved by the directors of Compass and New CB and recommended to the respective shareholders of Compass and New CB in the manner prescribed by the ABCA.

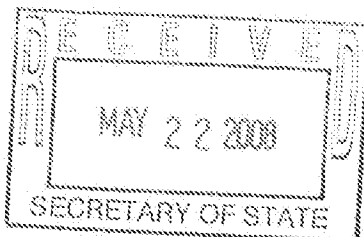
SECOND: The effective date of the Merger shall be May 22, 2008.

THIRD: New CB had one (1) share of common stock, par value \$0.01, issued, outstanding, and entitled to vote upon the proposal to approve the Plan of Merger. By unanimous consent of the sole shareholder dated April 24, 2008, such outstanding share, being the only outstanding share of New CB, approved the Plan of Merger.

FOURTH: Compass had 3,000 shares of common stock, par value \$0.01, issued, outstanding, and entitled to vote upon the proposal to approve the Plan of Merger. By unanimous written consent of the sole shareholder dated April 24, 2008, such outstanding shares, being the only outstanding shares of Compass, approved the Plan of Merger.

FIFTH: The Articles of Incorporation of New CB were filed in the Office of the Judge of Probate of Jefferson County, Alabama on April 22, 2008.

SIXTH: New CB shall be the surviving corporation.



Dated May 22, 2008.

NEW CB, INC.

By: Jerry W. Powell  
Jerry W. Powell  
Its: Secretary

Attest: Samuel R. Rife

[Seal]

COMPASS BANCSHARES, INC.

By: Jerry W. Powell  
Jerry W. Powell  
Its: General Counsel and Secretary

Attest: Samuel R. Rife

[Seal]

**EXHIBIT A**

**PLAN OF MERGER**

[BEGINS ON THE FOLLOWING PAGE]

**AGREEMENT AND PLAN OF MERGER**

by and between

**Compass Bancshares, Inc.**  
(a Delaware corporation)

and

**New CB, Inc.**  
(an Alabama corporation)

This Agreement and Plan of Merger (this "Plan of Merger") has been executed in accordance with Section 10-2B-11.01 of the Alabama Business Corporation Act (the "Alabama Act") and Section 252 of the Delaware General Corporation Law (the "Delaware Law").

1. Names. The full names of the parties to the merger described in this Plan of Merger (the "Merger"), and their respective jurisdictions of incorporation, are specified below. The Surviving Entity, as specified below, shall be the survivor of the Merger.

**Surviving Entity** .....New CB, Inc.  
(an Alabama corporation)

**Non-Surviving Entity**.....Compass Bancshares, Inc.  
(a Delaware corporation)

2. Terms and Conditions of the Merger.

A. General. The Non-Surviving Entity shall merge with and into the Surviving Entity in accordance with this Plan of Merger.

B. State Filings.

(1) Articles of Merger, which may include this Plan of Merger, shall be filed with the Secretary of State of Alabama in accordance with Section 10-2B-11.05 of the Alabama Act.

(2) This Plan of Merger, or an appropriate Certificate of Merger, shall be filed with the Delaware Secretary of State in accordance with Section 252(c) of the Delaware Law.

C. Effective Date and Time. The Merger shall become effective on the date and at the time specified in the Articles of Merger filed with the Alabama Secretary of State.

D. Directors and Officers. Upon the effectiveness of the Merger, the board of directors of the Surviving Entity shall be comprised of the members of the board of directors of the Non-Surviving Entity immediately prior to the Merger, and the officers of the Non-Surviving Entity immediately prior to the Merger shall become the officers of the Surviving Entity.

3. Manner and Basis of Converting Shares. Upon the effectiveness of the Merger: (A) each issued and outstanding common share of the Non-Surviving Entity shall be cancelled and converted into the right to receive one (1) common share of the Surviving Entity, and (B) each common share of the Surviving Entity issued and outstanding immediately prior to the effectiveness of the Merger shall be cancelled.

4. Effect on Articles of Incorporation. Upon the effectiveness of the Merger, the Articles of Incorporation of the Surviving Entity shall be amended by changing the name of the Surviving Entity to "Compass Bancshares, Inc." Accordingly, Article I of the Articles of Incorporation shall be amended by deleting Article I in its entirety and substituting in lieu thereof the following:

"ARTICLE I  
Name

The name of this corporation (the "Corporation") shall be:

**COMPASS BANCSHARES, INC."**

The Merger shall not result in any other amendment of, or any other effect upon, the Articles of Incorporation of the Surviving Entity.

5. Other Provisions Relating to the Merger. The Surviving Entity and the Non-Surviving Entity shall each authorize and instruct their respective officers, employees and representatives (as applicable) to take such actions, and to make such filings, as may be necessary or appropriate to effectuate or evidence the Merger.

DATE OF PLAN: April 23, 2008.

*(Next Page is Signature Page)*

Surviving Entity:

New CB, Inc.

By: J. W. Powell  
Name: Jerry W. Powell  
Title: President and Secretary

Non-Surviving Entity:

Compass Bancshares, Inc.

By: J. W. Powell  
Name: Jerry W. Powell  
Title: General Counsel and Secretary

of the same firm and a list of the said firm's clients and  
the name of the said firm's principal officers and  
(Listed)

J. W. Powell  
JERRY W. POWELL  
KINGMAN TO STATE  
3743