

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	CHANGE OF NAME		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Cardinal Merger LLC		04/02/2008	LIMITED LIABILITY COMPANY: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Commerce Bancorp LLC		
<b>Street Address:</b>	c/o TD Banknorth, Inc.		
<b>Internal Address:</b>	Two Portland Square		
<b>City:</b>	Portland		
<b>State/Country:</b>	MAINE		
<b>Postal Code:</b>	04101		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	76519868	WOW!	
<b>Serial Number:</b>	76536100	WOW	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(202)408-4400		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	202.408.4000		
<b>Email:</b>	docketing@finnegan.com		
<b>Correspondent Name:</b>	Lawrence R. Robins		
<b>Address Line 1:</b>	901 New York Avenue, N.W.		
<b>Address Line 4:</b>	Washington, DISTRICT OF COLUMBIA 20001-4413		
<b>ATTORNEY DOCKET NUMBER:</b>	09933.0146		
<b>NAME OF SUBMITTER:</b>	Anna C. Bonny		

OP \$65.00 76519868

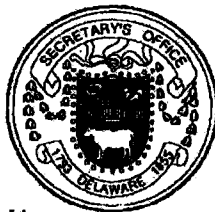
Signature:	/Anna C. Bonny/
Date:	04/30/2009
Total Attachments: 4 source=Document#page1.tif source=Document#page2.tif source=Document#page3.tif source=Document#page4.tif	

# Delaware

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*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 AMENDMENT OF "CARDINAL MERGER LLC", CHANGING ITS NAME FROM "CARDINAL MERGER LLC" TO "COMMERCE BANCORP LLC", FILED IN THIS OFFICE ON THE SECOND DAY OF APRIL, A.D. 2008, AT 7:45 O'CLOCK P.M.



4431446 8100

080388614

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: 6499725

DATE: 04-03-08

TRADEMARK  
REEL: 003979 FRAME: 0819

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 07:52 PM 04/02/2008  
FILED 07:45 PM 04/02/2008  
SRV 080388614 - 4431446 FILE

**STATE OF DELAWARE  
CERTIFICATE OF AMENDMENT**

1. Name of Limited Liability Company: Cardinal Merger LLC
  
2. The Certificate of Formation of the limited liability company is hereby amended as follows: First: The name of the limited liability company formed hereby is Commerce Bancorp LLC.

IN WITNESS WHEREOF, the undersigned have executed this Certificate on the 2nd day of April, A.D. 2008.

By: CARDINAL INTERMEDIATE LLC, Managing Member

  
Authorized Person(s)

Name: Richard C Anselove  
Print or Type

093110-0280-11648-NY03.2656681

080388614  
David

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REVISED 8/1/99

Whenever a filing is received by the Secretary of State with the words "Bank" or "Trust" or a derivative of either word in the name, we will forward it to the State Bank Commissioner or his designee prior to filing, pursuant to Title 8, Delaware Code, Sections 126 and 301, and Title 5, Delaware Code, Section 721. After review by the Commissioner or his designee, a recommendation will be made to the Secretary of State indicating whether or not the name should be approved.

In order for the Bank Commissioner to determine whether or not to recommend approval, please answer the following questions:

**IF THIS FORM IS NOT COMPLETELY FILLED OUT, IT WILL NOT BE REVIEWED BY THE BANK COMMISSIONER.**

1. The name on the filing is Commerce Bancorp, LLC
2. The type of filing is in connection with a Certificate of Conversion/Formation of Commerce Bancorp, LLC
3. Will this corporation be a bank? Yes  No
4. If not will it be a bank holding company? Yes  No
5. Will this corporation conduct banking business in Delaware? Yes  No
6. If not, will it be conducting a banking business out of state? Yes  No
7. If yes, what type of banking business and where will the business be conducted.

The applicant controls Commerce Bank, N.A. and Commerce Bank/North, which have branches in the states of NJ, VA, DE, NY, CT, VA, MD and FL, as well as DC.

8. Under which federal or state regulatory authority will it operate (OCC, OTS, FRB, SEC, FOREIGN (describe, etc)? The applicant is regulated as a bank holding company by the Board of Governors of the Federal Reserve System. Its subsidiaries, Commerce Bank, N.A. and Commerce Bank/North are regulated by (i) the OCC and (ii) the NCC and the NY Dept. of Bank and Insurance, respectively.

9. Has application(s) been filed with the above-mentioned agency(ies)? Yes  No

(If yes, which agency(ies) and when was each application filed?) The applicant is currently a New Jersey bank holding company. In connection with its reorganization to Delaware, an application was submitted to the Board of Governors of the Federal Reserve System on November 30, 2007 and approved on March 13, 2008.

10. If not a banking business, what type of business will it be conducting?  
Not Applicable.

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11. If not a banking business, will it be regulated by any other or state agency? Yes \_\_\_\_\_ No \_\_\_\_\_ Not Applicable
- 11a. If yes, which agency? Applicable which one?
12. Is the applicant an affiliate of a regulated entity? Yes
- 12a. If yes, identify which entity. Commerce Bank, N.A.; Commerce Bank/North; The Bank of America; Bank of America, N.A.; Bank USA, N.A.
13. Contact name, address, and telephone number:

Gary Rice

Kingman, Thomas A. Bulllett, Jr.

425 Lexington Avenue, New York, NY 10017

212-453-7345

(signature)

(title)

TO THE OFFICE OF THE STATE BANK COMMISSIONER

Please review and return with your recommendation as soon as possible.

APPROVAL RECOMMENDED

NAME

APPROVAL NOT RECOMMENDED

DATE

4-3-08

This is a Priority Filing Yes \_\_\_\_\_ No \_\_\_\_\_

*This is a Bank Holding Company!*