

USPTO
TO: TERESA C. RODRIGUEZ4/7/2011 8:22:01 PM PAGE 4/014
COMPANY: 1290 AVENUE OF THE AMERICAS

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TRADEMARK ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.103/25/2011
900187493

SUBMISSION TYPE:	NEW ASSIGNMENT																														
NATURE OF CONVEYANCE:	MERGER																														
EFFECTIVE DATE:	07/01/2010																														
CONVEYING PARTY DATA																															
<table border="1"> <thead> <tr> <th>Name</th> <th>Formerly</th> <th>Execution Date</th> <th>Entity Type</th> </tr> </thead> <tbody> <tr> <td>Wachovia Capital Finance Corporation (Western)</td> <td></td> <td>07/01/2010</td> <td>CORPORATION:</td> </tr> </tbody> </table>				Name	Formerly	Execution Date	Entity Type	Wachovia Capital Finance Corporation (Western)		07/01/2010	CORPORATION:																				
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RECEIVING PARTY DATA																															
<table border="1"> <tr> <td>Name:</td> <td colspan="3">Wells Fargo Capital Finance, LLC</td> </tr> <tr> <td>Street Address:</td> <td colspan="3">2450 Colorado Avenue</td> </tr> <tr> <td>Internal Address:</td> <td colspan="3">Suite 3000 West</td> </tr> <tr> <td>City:</td> <td colspan="3">Santa Monica</td> </tr> <tr> <td>State/Country:</td> <td colspan="3">CALIFORNIA</td> </tr> <tr> <td>Postal Code:</td> <td colspan="3">90404</td> </tr> <tr> <td>Entity Type:</td> <td colspan="3">LIMITED LIABILITY COMPANY: USA</td> </tr> </table>				Name:	Wells Fargo Capital Finance, LLC			Street Address:	2450 Colorado Avenue			Internal Address:	Suite 3000 West			City:	Santa Monica			State/Country:	CALIFORNIA			Postal Code:	90404			Entity Type:	LIMITED LIABILITY COMPANY: USA		
Name:	Wells Fargo Capital Finance, LLC																														
Street Address:	2450 Colorado Avenue																														
Internal Address:	Suite 3000 West																														
City:	Santa Monica																														
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PROPERTY NUMBERS Total: 3																															
<table border="1"> <thead> <tr> <th>Property Type</th> <th>Number</th> <th>Word Mark</th> </tr> </thead> <tbody> <tr> <td>Registration Number:</td> <td>0087160</td> <td>CANTILEVER</td> </tr> <tr> <td>Registration Number:</td> <td>1834715</td> <td>FOM</td> </tr> <tr> <td>Registration Number:</td> <td>1864305</td> <td>NEVADOS</td> </tr> </tbody> </table>				Property Type	Number	Word Mark	Registration Number:	0087160	CANTILEVER	Registration Number:	1834715	FOM	Registration Number:	1864305	NEVADOS																
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Registration Number:	1864305	NEVADOS																													
CORRESPONDENCE DATA																															
Fax Number:	(212)541-4630																														
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>																															
Phone:	2125412000																														
Email:	tcrodriguez@bryancave.com																														
Correspondent Name:	Teresa C. Rodriguez																														
Address Line 1:	1290 Avenue of the Americas																														
Address Line 2:	BRYAN CAVE LLP																														
Address Line 4:	New York, NEW YORK 10104																														

CH \$90.00 0087160

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REEL: 004528 FRAME: 0085

USPTO 4/7/2011 8:22:01 PM PAGE 5/014 Fax Server
TO: TERESA C. RODRIGUEZ COMPANY: 1290 AVENUE OF THE AMERICAS

ATTORNEY DOCKET NUMBER:	0205955
NAME OF SUBMITTER:	Teresa C. Rodriguez
Signature:	/teresa c. rodriguez/
Date:	03/25/2011

Total Attachments: 9

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USPTO
TO: TERESA C. RODRIGUEZ

4/7/2011 8:22:01 PM PAGE 6/014
COMPANY: 1290 AVENUE OF THE AMERICAS

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EXHIBIT B

Delaware

PAGE 1

The First State

I, JEFFREY W. HULLOCK, 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:

"MACHOVIA CAPITAL FINANCE CORPORATION (WESTERN)", A CALIFORNIA CORPORATION,

WITH AND INTO "WELLS FARGO CAPITAL FINANCE, LLC" UNDER THE NAME OF "WELLS FARGO CAPITAL FINANCE, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-FIFTH DAY OF JUNE, A.D. 2010, AT 3:15 O'CLOCK P.M.


AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE FIRST DAY OF JULY, A.D. 2010, AT 3:01 O'CLOCK A.M.



3500683 0100M

100691458

You may verify this certificate online at corp.delaware.gov/bucheck.shtml


Jeffrey W. Hullock Secretary of State
AUTHENTICATION: 808B78C

DATE: 06-30-10

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USPTO 4/7/2011 8:22:01 PM PAGE 7/014 Fax Server
TO: TERESA C. RODRIGUEZ COMPANY: 1290 AVENUE OF THE AMERICAS

State of Delaware
Secretary of State
Division of Corporations
Delivered By: 13 PM 04/22/2011
FILED 01:15 PM 04/22/2011
BY: 100601422 -- 2640693 ETL

CERTIFICATE OF MERGER
OF
WACHOVIA CAPITAL FINANCE CORPORATION (WESTERN)
(a foreign corporation)
AND
WELLS FARGO CAPITAL FINANCE, LLC
(a Delaware limited liability company)

Pursuant to Title 6, Section 18-209 of the Delaware Limited Liability Company Act.

1. The name of the surviving limited liability company is Wells Fargo Capital Finance, L.L.C., a Delaware limited liability company.
2. The name of the corporation being merged into this surviving limited liability company is Wachovia Capital Finance Corporation (Western). The jurisdiction in which this corporation was formed is California.
3. The Agreement and Plan of Merger has been approved and executed by both the corporation and limited liability company.
4. The name of the surviving limited liability company is Wells Fargo Capital Finance, L.L.C.
5. The merger shall be effective as of 12:01 a.m. EDT on July 1, 2010.
6. The executed Agreement and Plan of Merger is on file at 2450 Colorado Avenue, Suite 3000 West, Santa Monica, CA, 90404, the principal place of business of the surviving limited liability company.
7. A copy of the Agreement and Plan of Merger will be furnished by the surviving limited liability company on request, without cost, to any member of the limited liability company or any person holding an interest in any other business entity which is to merge or consolidate.

[Signatures follow on next page]

Document Number: 068468

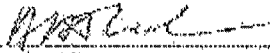
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USPTO
TO: TERESA C. RODRIGUEZ

4/7/2011 8:22:01 PM PAGE 8/014
COMPANY: 1290 AVENUE OF THE AMERICAS

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IN WITNESS WHEREOF, said limited liability company has caused this certificate to be signed by an authorized person, this 18th day of June, A.D., 2012.

By: 
Authorized Person
Henry K. Jordan

Document Number: 783468

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TO: TERESA C. RODRIGUEZ

4/7/2011 8:22:01 PM PAGE 9/014
COMPANY: 1290 AVENUE OF THE AMERICAS

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01027837

EXHIBIT C

FILED
In the office of the Secretary of State
of the State of California
JUN 25 2010

1160534700T

AGREEMENT OF MERGER

This Agreement of Merger is entered into between Wells Fargo Capital Finance, LLC, a Delaware limited liability company (herein "Surviving Entity") and Wachovia Capital Finance Corporation (Western), a California corporation (herein "Merging Corporation").

EFFECTIVE DATE
JUL 01 2010

1. Merging Corporation shall be merged into Surviving Entity.
2. The outstanding shares of Merging Corporation shall be canceled without consideration.
3. The outstanding membership interests of Surviving Entity shall remain outstanding and are not affected by the merger.
4. Merging Corporation shall from time to time, as and when requested by Surviving Entity, execute and deliver all such documents and instruments and take all such action necessary or desirable to evidence or carry out this merger.
5. The effect of the merger is as prescribed by law.
6. The effective date and time of the merger shall be July 1, 2010 at 1:01 a.m. EDT.

[signatures follow on next page]

Document Number: 776766

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4/7/2011 8:22:01 PM PAGE 10/014
COMPANY: 1290 AVENUE OF THE AMERICAS

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IN WITNESS WHEREOF the parties have executed this Agreement.

Wells Fargo Capital Finance, LLC

By: [Signature]
Henry K. Jordan, President

By: [Signature]
Katherine M. Kilbourne, Secretary

Wachovia Capital Finance Corporation
(Western)

By: [Signature]
Henry K. Jordan, President

By: [Signature]
Katherine M. Kilbourne, Secretary

Document Number: 776760

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TO: TERESA C. RODRIGUEZ

4/7/2011 8:22:01 PM PAGE 11/014
COMPANY: 1290 AVENUE OF THE AMERICAS

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FORM 688RG

**State of California
Secretary of State**

CERTIFICATE OF MERGER

(California Corporations Code sections 1113(a), 6010, 1, 6010, 1, 6040, 12640, 1, 16870, 4, 16911, 1d, 16915(b) and 17582)

IMPORTANT — Read all instructions before completing this form. This Space For Filing Use Only

1. NAME OF SURVIVING ENTITY Wells Fargo Capital Finance, LLC	2. TYPE OF ENTITY LLC	3. CA SECRETARY OF STATE FILE NUMBER 200805510012	4. JURISDICTION DB
5. NAME OF DISAPPEARING ENTITY Warkovia Capital Finance Corporation (Warkov)	6. TYPE OF ENTITY Corporation	7. CA SECRETARY OF STATE FILE NUMBER C1163267	8. JURISDICTION CA

9. THE PRINCIPAL TERMS OF THE AGREEMENT OF MEMBERS WERE APPROVED BY A VOTE OF THE NUMBER OF MEMBERS OR SHAREHOLDERS ON SHARES OF EACH CLASS THAT ENTITLED OR ENTITLED TO VOTE MEMBERS. IF A VOTE WAS REQUIRED, SPECIFY THE CLASS AND THE NUMBER OF VOTING AND NON-VOTING SHARES OF EACH CLASS ENTITLED TO VOTE OF THE MEMBER WHO THE REQUIRED VOTE REQUIRED OF EACH CLASS. ATTACH ADDITIONAL PAGES, IF NECESSARY.

SURVIVING ENTITY		DISAPPEARING ENTITY	
CLASS AND NUMBER	AND PERCENTAGE VOTE REQUIRED	CLASS AND NUMBER	AND PERCENTAGE VOTE REQUIRED
Sole Member	100	Common - 1,000,000	51%

10. IF EQUITY SECURITIES OF A MEMBER PARTY ARE TO BE ISSUED TO THE MEMBER, CHECK THE APPROPRIATE STATEMENT:
 No equity of the shareholder of the party was required. The required vote of the shareholders of the party was identified.

11. IF THE SURVIVING ENTITY IS A SOLICITED LIMITED LIABILITY COMPANY, LIMITED PARTNERSHIP, OR PARTNERSHIP, PROVIDE THE FOLLOWING CHANGES (IF ANY) TO THE ORGANIZATION CHARTER OR IN THE ORGANIZATION ARTICLES OF ORGANIZATION, CERTIFICATE OF INCORPORATION OR PARTNERSHIP AGREEMENT, OR PARTNERSHIP AUTHORITY AGREEMENT FROM THE APPLICANT. ATTACH ADDITIONAL PAGES, IF NECESSARY.
 N/A

12. IF A DISAPPEARING ENTITY IS A SOLICITED LIMITED LIABILITY COMPANY, LIMITED PARTNERSHIP, OR PARTNERSHIP, AND THE SURVIVING ENTITY IS NOT A DOMESTIC ENTITY OF THE SAME TYPE, CHECK THE PRINCIPAL ADDRESS OF THE SURVIVING ENTITY.
 PRINCIPAL ADDRESS OF SURVIVING ENTITY: _____ CITY AND STATE: _____ ZIP CODE: _____
 N/A

13. OTHER INFORMATION REQUIRED TO BE STATED IN THE CERTIFICATE OF MERGER BY THE LAWS UNDER WHICH EACH DISAPPEARING OTHER BUSINESS ENTITY IS ORGANIZED. ATTACH ADDITIONAL PAGES, IF NECESSARY.

14. STATUTE OR OTHER LAW UNDER WHICH A FOREIGN OTHER BUSINESS ENTITY IS AUTHORIZED TO EXERCISE THE MERGER. 15. FILING EFFECTIVE DATE, OR ANY OTHER DATE
 CDBL, § Section 16-209 of the DE Limited Liability Act () () ()
 () () () () ()

16. ADDITIONAL INFORMATION SET FORTH ON ATTACHED PAGES, IF ANY, IS INCORPORATED HEREBY BY THIS REFERENCE AND MADE PART OF THIS CERTIFICATE.

17. I CERTIFY UNDER PENALTY OF PERJURY UNDER THE LAWS OF THE STATE OF CALIFORNIA THAT THE FOREGOING IS TRUE AND CORRECT TO MY OWN KNOWLEDGE. I DECLARE I AM THE PERSON WHO SIGNED THE INSTRUMENT, WHETHER SIGNER IS BY ACT AND DEED.

SIGNATURE OF AUTHORIZED PERSON FOR THE SURVIVING ENTITY: <u>[Signature]</u> DATE: <u>6-18-10</u> SIGNATURE OF AUTHORIZED PERSON FOR THE DISAPPEARING ENTITY: <u>[Signature]</u> DATE: <u>6-18-10</u> SIGNATURE OF AUTHORIZED PERSON FOR THE DISAPPEARING ENTITY: <u>[Signature]</u> DATE: <u>6-18-10</u> SIGNATURE OF AUTHORIZED PERSON FOR THE DISAPPEARING ENTITY: <u>[Signature]</u> DATE: <u>6-18-10</u>	Henry K. Jordan, President TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON Katherine M. Kilbourne, Secretary TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON Henry K. Jordan, President TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON Katherine M. Kilbourne, Secretary TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON
---	--

For an entity that is a business trust, real estate investment trust or an unincorporated association, set forth the provision of law or other basis for the authority of the person signing.

DATE OF FILING: _____ APPROVED BY SECRETARY OF STATE: _____

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4/7/2011 8:22:01 PM PAGE 12/014
COMPANY: 1290 AVENUE OF THE AMERICAS

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CERTIFICATE OF APPROVAL
OF
AGREEMENT OF MERGER

Henry K. Jordan and Katherine M. Kibourne, certify that:

1. They are the president and the secretary, respectively, of Wachovia Capital Finance Corporation (Wachovia), a California corporation.

2. The Agreement of Merger in the form attached was duly approved by the board of directors and shareholders of the corporation which equaled or exceeded the vote required.

3. The shareholder approval was by the holders of 100% of the outstanding shares of the corporation.

4. There is only one class of shares and the number of shares outstanding entitled to vote on the merger is 1,000,000.

[Signatures follow on next page]

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4/7/2011 8:22:01 PM PAGE 13/014
COMPANY: 1290 AVENUE OF THE AMERICAS

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We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

DATE: June 19th, 2010


Henry K. Jordan, President


Katharine M. Kilbourne, Secretary

Document Number: 77518

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4/7/2011 8:22:01 PM PAGE 14/014
COMPANY: 1290 AVENUE OF THE AMERICAS

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For the Secretary of Commerce
Washington, DC 20514
U.S. Patent and Trademark Office
Department of Commerce
P.O. Box 1088
Washington, DC 20541

MAR 09 2011

1093

Date: _____

John Brown

John Brown
Secretary of State