

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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|-----------------------|----------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | MERGER |
| EFFECTIVE DATE: | 12/31/2012 |

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|-----------------------|----------|----------------|-----------------------|
| Regions Asset Company | | 12/20/2012 | CORPORATION: DELAWARE |

RECEIVING PARTY DATA

| | |
|-------------------|--|
| Name: | Regions Asset Holding Company, Inc. |
| Street Address: | 1900 Fifth Avenue North |
| Internal Address: | c/o Regions Bank, Attn: Legal Department |
| City: | Birmingham |
| State/Country: | ALABAMA |
| Postal Code: | 35203 |
| Entity Type: | CORPORATION: ALABAMA |

PROPERTY NUMBERS Total: 100

| Property Type | Number | Word Mark |
|----------------|----------|--------------------------------------|
| Serial Number: | 85449778 | REGIONS TREASURY MANAGEMENT ADVISOR |
| Serial Number: | 85310086 | REGIONS NOW CARD |
| Serial Number: | 85754834 | TALK HOMES WITH REGIONS' BOB CABRERA |
| Serial Number: | 85632779 | REGIONS QUICK GUIDES |
| Serial Number: | 85807768 | REGIONS CREDIT BUILDER PROGRAM |
| Serial Number: | 85807751 | LIFEGREEN BUSINESS CHECKING |
| Serial Number: | 85555989 | REGIONS NOW SAVINGS |
| Serial Number: | 85322929 | LIFEGREEN SECURE CHECKING |
| Serial Number: | 85322916 | LIFEGREEN PREFERRED CHECKING |
| Serial Number: | 85539448 | REGIONS IDENTITYPROTECT+ |
| Serial Number: | 85548199 | YOUR VALUES. YOUR RETIREMENT. |
| Serial Number: | 85728968 | LIFEGREEN EACCESS ACCOUNT |

CH \$2515.00 85449778

| | | |
|----------------|----------|---|
| Serial Number: | 85706186 | REGIONS360 |
| Serial Number: | 85698064 | MY GREENASSIST |
| Serial Number: | 85698062 | MY GREENGUIDE |
| Serial Number: | 85665396 | MY GREENLIFE |
| Serial Number: | 85665386 | GREENLIFE |
| Serial Number: | 85665371 | MY LIFEGREEN |
| Serial Number: | 85539462 | REGIONS IDENTITYPROTECT PLUS |
| Serial Number: | 85771265 | REGIONS EPAYMENT ACCELERATOR |
| Serial Number: | 85322889 | LIFEGREEN MONEY MARKET ACCOUNT |
| Serial Number: | 85758501 | REGIONS RIDING FORWARD |
| Serial Number: | 85199336 | RIGHT SOLUTION |
| Serial Number: | 85103072 | REGIONS OLLIVER |
| Serial Number: | 85728971 | LIFEGREEN SIMPLE CHECKING |
| Serial Number: | 85632787 | REGIONS QUICK GUIDE |
| Serial Number: | 85478730 | REGIONS YOURPIX STUDIO |
| Serial Number: | 85241318 | REGIONS WEALTH ASSESSMENT |
| Serial Number: | 85588839 | REGIONS SIMPLICITY PLEDGE |
| Serial Number: | 85551850 | REGIONS ADVANTAGE PLUS |
| Serial Number: | 85309627 | REGIONS ADVANTAGE ANNUITY |
| Serial Number: | 85302115 | REGIONS NOW BANKING |
| Serial Number: | 85134222 | REGIONS IDENTITYPROTECT |
| Serial Number: | 85273182 | |
| Serial Number: | 85164538 | REGIONS RELATIONSHIP REWARDS |
| Serial Number: | 85162469 | REGIONS CASHBACK REWARDS |
| Serial Number: | 85155710 | |
| Serial Number: | 78832379 | REGIONS MORTGAGE |
| Serial Number: | 77766135 | REGIONS READY ADVANCE |
| Serial Number: | 77899286 | REGIONS RELATIONSHIP REWARDS |
| Serial Number: | 77591998 | REGIONS VAULT REMOTE CASH CAPTURE |
| Serial Number: | 77919035 | REGIONS ONLINE PAYROLL |
| Serial Number: | 77917048 | SEE THE GOOD |
| Serial Number: | 77917025 | SEE THE GOOD |
| Serial Number: | 77908727 | REGIONS EN EL TRABAJO |
| Serial Number: | 77666080 | WHEN ATMS GET SMARTER, BANKING GETS SIMPLER |
| Serial Number: | 77628347 | REGIONS RESERVE |

| | | |
|----------------|----------|--|
| | 77628329 | DEPOSITSMART ATMS |
| Serial Number: | 77607930 | REGIONS AT WORK |
| Serial Number: | 77557843 | REGIONS CHARITY CLASSIC |
| Serial Number: | 77479989 | REGIONS PRIORITY BANKING |
| Serial Number: | 77479980 | REGIONS PRIORITY BANKING CENTER |
| Serial Number: | 77456704 | LIFEGREEN |
| Serial Number: | 77432057 | LIFEGREEN |
| Serial Number: | 77385312 | WHAT A DIFFERENCE A DAY MAKES |
| Serial Number: | 77261354 | ACCOUNT THAT COUNTS |
| Serial Number: | 77241098 | REGIONS MORTGAGE |
| Serial Number: | 77115979 | IT'S TIME TO EXPECT MORE |
| Serial Number: | 77098922 | REGIONS UNIVERSITY |
| Serial Number: | 77056105 | REGIONS EDUCATION LENDING |
| Serial Number: | 77053845 | REGIONS CHECKCARD REWARDS |
| Serial Number: | 77046521 | REGIONS BANK |
| Serial Number: | 77044181 | REGIONS CHARITY CLASSIC |
| Serial Number: | 77034943 | REGIONS |
| Serial Number: | 77034931 | REGIONS |
| Serial Number: | 77034923 | REGIONS |
| Serial Number: | 77031958 | REGIONS QUICK DEPOSIT |
| Serial Number: | 76656989 | AMSOUTH ADVANTAGE |
| Serial Number: | 76644697 | POSITIVELY FREE BUSINESS CHECKING |
| Serial Number: | 76606750 | 50+ POSITIVELY FREE CHECKING |
| Serial Number: | 76600307 | AMSOUTH ANSWERS |
| Serial Number: | 76425468 | UNION PLANTERS BANK |
| Serial Number: | 76247411 | REGIONS PREFERRED PLUS BANKING |
| Serial Number: | 75538443 | ON THE SPOT MORTGAGE |
| Serial Number: | 75525048 | THE RELATIONSHIP PEOPLE |
| Serial Number: | 75494386 | READY AIM RETIRE! |
| Serial Number: | 74722033 | ESSENTIALINE |
| Serial Number: | 74659232 | REGIONS MANAGEMENT ACCOUNT |
| Serial Number: | 74652596 | THE RIGHT CALL |
| Serial Number: | 74628916 | BUSINESS FLEXLINE |
| Serial Number: | 74617130 | POCKETS MCPHEE AMSOUTH BANK YOUTH CLUB |
| Serial Number: | 74617128 | POCKETS MCPHEE |

TRADEMARK

REEL: 004964 FRAME: 0669

| | | |
|----------------|----------|---------------------------------------|
| | 74557087 | HEALTHCARE CD |
| Serial Number: | 74469849 | DISTINCTION |
| Serial Number: | 74433150 | REGIONS |
| Serial Number: | 74431003 | REGIONS |
| Serial Number: | 74424047 | REGIONS BANK |
| Serial Number: | 74379939 | AMSOUTH BANK THE RELATIONSHIP PEOPLE |
| Serial Number: | 74185857 | HOME BUYERS CENTER |
| Serial Number: | 73318902 | AMSOUTH |
| Serial Number: | 73318899 | AMSOUTH |
| Serial Number: | 73751961 | THE FIRST NATIONAL BANK OF TUSKALOOSA |
| Serial Number: | 73552516 | FIRST NATIONAL BANK OF MOBILE |
| Serial Number: | 73340540 | THE FIRST NATIONAL BANK OF BIRMINGHAM |
| Serial Number: | 73321319 | THE RIGHT PLACE |
| Serial Number: | 73321318 | THE RIGHT PLACE |
| Serial Number: | 73061491 | FIRST ALABAMA |
| Serial Number: | 73061490 | FIRST ALABAMA |
| Serial Number: | 73061488 | FIRST ALABAMA |
| Serial Number: | 73057306 | A |

CORRESPONDENCE DATA

Fax Number: 2024293902
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
Phone: 202-429-3000
Email: IPDocketing@step toe.com, rhofstatter@step toe.com, dcummings@step toe.com
Correspondent Name: Rachel M. Hofstatter
Address Line 1: 1330 Connecticut Avenue, N.W.
Address Line 4: Washington, DISTRICT OF COLUMBIA 20036

| | |
|-------------------------|---------------------|
| ATTORNEY DOCKET NUMBER: | 15548.02001 |
| NAME OF SUBMITTER: | Rachel Hofstatter |
| Signature: | /Rachel Hofstatter/ |
| Date: | 02/22/2013 |

Total Attachments: 10
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TRADEMARK
REEL: 004964 FRAME: 0670

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Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, 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:

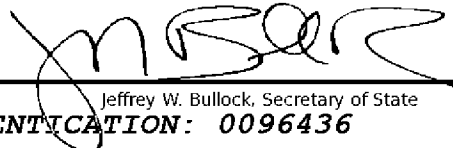
"REGIONS ASSET COMPANY", A DELAWARE CORPORATION,
WITH AND INTO "REGIONS ASSET HOLDING COMPANY, INC." UNDER THE NAME OF "REGIONS ASSET HOLDING COMPANY, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF ALABAMA, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTIETH DAY OF DECEMBER, A.D. 2012, AT 6:26 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2012, AT 7 O'CLOCK P.M.

5265501 8100M

121374381




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0096436

DATE: 12-24-12

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

TRADEMARK
REEL: 004964 FRAME: 0672

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, 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:

"REGIONS ASSET COMPANY", A DELAWARE CORPORATION,
WITH AND INTO "REGIONS ASSET HOLDING COMPANY, INC." UNDER THE NAME OF "REGIONS ASSET HOLDING COMPANY, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF ALABAMA, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTIETH DAY OF DECEMBER, A.D. 2012, AT 6:26 O'CLOCK P.M.

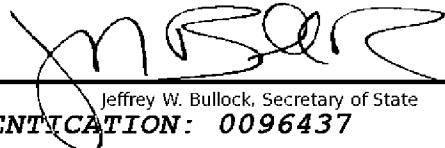
AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2012, AT 7 O'CLOCK P.M.

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

5265501 8100M

121374381




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0096437

DATE: 12-24-12

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

TRADEMARK
REEL: 004964 FRAME: 0673

**STATE OF DELAWARE
CERTIFICATE OF OWNERSHIP**

**SUBSIDIARY INTO PARENT
Section 253**

**CERTIFICATE OF OWNERSHIP
MERCING
REGIONS ASSET COMPANY
INTO
REGIONS ASSET HOLDING COMPANY, INC.**

(Pursuant to Section 253 of the General Corporation Law of Delaware)

Regions Asset Holding Company, Inc., a corporation incorporated on the 27th day of March, 1998, pursuant to the provisions of the Alabama Business Corporation Act;

DOES HEREBY CERTIFY that this corporation owns 100% of the capital stock of Regions Asset Company, a corporation incorporated on the 24th day of March, 1998 A.D., pursuant to the provisions of the Delaware General Corporation Law, and that this corporation, by resolutions of its Board of Directors duly adopted at a meeting held on the 20th day of December, 2012 A.D., determined to merge into itself said Regions Asset Company, and adopted a plan of merger by which this corporation assumes all of the liabilities and obligations of Regions Asset Company, which resolutions include the following to wit:

RESOLVED, that the Board of Directors of Regions Asset Holding Company, Inc. (the "Corporation") deems it advisable and in the best interests of the Corporation to merge its wholly owned subsidiary Regions Asset Company with and into the Corporation (the "Merger");

FURTHER RESOLVED, that the appropriate officers of the Corporation are authorized to select and designate the effective time of the Merger;

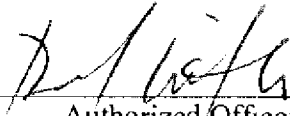
FURTHER RESOLVED, that the appropriate officers of the Corporation are authorized to prepare, execute, and file appropriate Certificate of Ownership with the Secretary of State of Delaware and appropriate Articles of Merger with the Secretary of State of Alabama;

FURTHER RESOLVED, that, in accordance with Sections 253(a)(1) and 252(d) of the Delaware General Corporation Law, this corporation and its successors may be served with process in Delaware in any proceeding for enforcement of any obligation of Regions Asset Company, as well as for enforcement of any obligation of this corporation arising from the Merger, and this corporation does hereby irrevocably appoint the Secretary of State of Delaware as its agent to accept service of process in any such suit or other proceedings, and the appropriate officers of this corporation are authorized and directed to specify the address to which a copy of such process shall be mailed to this corporation by the Secretary of State (with such address being specified as "Regions Asset Holding Company, Inc. c/o Regions Bank, Attn: Legal Department, 1900 Fifth Avenue North, Birmingham, AL 35203");

FURTHER RESOLVED, that the appropriate officers of the Corporation are authorized and directed to take any and all such actions, to execute any and all documents, agreements and instruments deemed to be necessary or desirable to carry out the purpose and intent of these resolutions and to consummate the Merger.

Pursuant to Section 103(d) of the Delaware General Corporation Law, the merger is not to become effective until 7:00 p.m. eastern standard time on December 31, 2012.

IN WITNESS WHEREOF, said parent corporation has caused its corporate seal to be affixed and this certificate to be signed by an authorized officer this 20th day of December, 2012 A.D.

By: 
Authorized Officer

Name: Duane Smith
Print or Type

Title: President



20130108000022750 1/5
 Bk: LR201310 Pg: 6149
 Jefferson County, Alabama
 I certify this instrument filed on:
 01/08/2013 02:38:14 PM MERG
 Judge of Probate- Alan L. King

Alabama
 Sec. Of State
 Merger
 000-311
 Date 12/21/2012
 Time 17:00
 121220 6 PM
 File \$100.00
 Ackn \$0.00
 Exp \$100.00
 Total \$200.00
 05/001

ARTICLES OF MERGER
 of
 REGIONS ASSET COMPANY
 with and into
 REGIONS ASSET HOLDING COMPANY, INC.

Pursuant to the Alabama Business Corporation Law (the "ABCL"), the undersigned corporation adopts the following Articles of Merger for the purpose of merging Regions Asset Company with and into Regions Asset Holding Company, Inc.:

FIRST: The Plan of Merger (the "Plan"), which has been approved by the Board of Directors of Regions Asset Holding Company, Inc. in accordance with Section 10A-2-11.04 of the ABCL, is attached to these Articles as Attachment I and made a part hereof.

(NA)
 SECOND: Regions Asset Company is a Delaware corporation and a wholly-owned subsidiary of Regions Asset Holding Company, Inc., and therefore shareholder approval of the Plan of Merger is not required under the ABCL.

(194-987)
 THIRD: Regions Asset Holding Company, Inc. shall be the surviving corporation of the Merger (the "Surviving Corporation") and shall continue to be governed by the laws of the State of Alabama, and the articles of incorporation of Regions Asset Holding Company, Inc., an Alabama corporation, shall be the articles of incorporation of the Surviving Corporation until otherwise amended or repealed.


FOURTH: The articles of incorporation of Regions Asset Holding Company, Inc. are filed in Jefferson County, and the articles of incorporation of Regions Asset Company are filed in the office of the Secretary of State of the State of Delaware.

FIFTH: The merger will be effective at 6:00 p.m. central standard time on December 31, 2012.

IN WITNESS WHEREOF, the Surviving Corporation has caused these Articles of Merger to be executed by its duly authorized officer in accordance with the ABCL.

DATED this 20 day of December, 2012.

REGIONS ASSET HOLDING COMPANY, INC.

By: 
Duane Smith
President

PLAN OF MERGER
of
REGIONS ASSET COMPANY
with and into
REGIONS ASSET HOLDING COMPANY, INC.

THIS PLAN OF MERGER is adopted by the Board of Directors of Regions Asset Holding Company, Inc. for the purpose of providing for the merger of Regions Asset Company, a wholly-owned subsidiary of Regions Asset Holding Company, Inc., with and into Regions Asset Holding Company, Inc. (the "Merger"), and establishing the terms of the Merger. Regions Asset Holding Company, Inc. (the "Corporation") is a corporation organized and existing under the laws of the State of Alabama, with its principal office located in Birmingham, Alabama, and Regions Asset Company ("Subsidiary") is a corporation organized and existing under the laws of the State of Delaware, with its registered office located in Wilmington, Delaware.

ARTICLE ONE
THE MERGER

1.1 Subject to the terms and conditions set forth in this Plan of Merger, at the Effective Time Subsidiary will merge with the Corporation. The Corporation will be the surviving corporation in the Merger and will continue to be governed by the laws of the State of Alabama.

1.2 The Articles of Incorporation of the Corporation, as in effect immediately prior to the Effective Time, will remain in full force and effect as the Articles of Incorporation of the Corporation following the Merger.

1.3 The Bylaws of the Corporation, as in effect immediately prior to the Effective Time, will remain in full force and effect as the Bylaws of the Corporation following the Merger.

ARTICLE TWO
MANNER OF CONVERTING SHARES

2.1 Each share of the Corporation common stock issued and outstanding immediately prior to the Effective Time shall remain issued and outstanding from and after the Effective Time. There is no other class of capital stock of the Corporation having shares issued and outstanding.

2.2 Each share of Subsidiary common stock shall be cancelled and deemed no longer outstanding for any purpose. There is no other class of capital stock of Subsidiary having shares issued and outstanding.

**ARTICLE THREE
EFFECTIVE TIME**

3.1 The Merger shall become effective on a date and at a time to be selected by the appropriate officers of the Corporation, as may be set forth in the Articles of Merger reflecting the Merger to be filed with the Secretary of State of the State of Alabama (the "Effective Time.")

**ARTICLE FOUR
EFFECTIVENESS**

4.1 This Plan of Merger may be terminated at any time prior to the Effective Time by the Board of Directors of the Corporation. This Plan of Merger may be amended by the Board of Directors of the Corporation or by the appropriate officers of the Corporation pursuant to authority delegated by the Board of Directors of the Corporation.

**ARTICLE FIVE
EFFECT OF MERGER**

5.1 Without limitation, the Merger will have the effects prescribed by subsection (a) of Section 10A-2-11.06, Code of Alabama. Specifically:

- (1) The separate corporate existence of Subsidiary will cease.
- (2) Upon effectiveness of the Merger and following the Effective Time, the Corporation will possess all the rights, immunities and franchises, of a public as well as of a private nature, of Subsidiary; and all property, tangible and intangible, real, personal and mixed, and all debts due Subsidiary, are taken and deemed to be transferred and vested in the Corporation without further act or deed; and title to any real estate, or an interest therein, vested in Subsidiary shall not revert nor in any way be impaired by reason of the Merger.
- (3) Upon effectiveness of the Merger and following the Effective Time, the Corporation shall be responsible and liable for all the liabilities and obligations of Subsidiary; and neither the rights of creditors nor any liens upon the property of Subsidiary shall be impaired by the Merger.
- (4) Upon effectiveness of the Merger and following the Effective Time, any claim existing or action or proceeding pending by or against Subsidiary may be prosecuted, or continued, as if the Merger had not taken place, or the Corporation may be substituted in the action or proceeding for Subsidiary.

**ARTICLE SIX
MISCELLANEOUS**

6.1 This Plan of Merger shall be governed by and construed in accordance with the laws of the State of Alabama.

**STATE OF DELAWARE
CERTIFICATE OF OWNERSHIP**

**SUBSIDIARY INTO PARENT
Section 253**

**CERTIFICATE OF OWNERSHIP
MERGING
REGIONS ASSET COMPANY
INTO
REGIONS ASSET HOLDING COMPANY, INC.**

(Pursuant to Section 253 of the General Corporation Law of Delaware)

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DOES HEREBY CERTIFY that this corporation owns 100% of the capital stock of Regions Asset Company, a corporation incorporated on the 24th day of March, 1998 A.D., pursuant to the provisions of the Delaware General Corporation Law, and that this corporation, by resolutions of its Board of Directors duly adopted at a meeting held on the 20th day of December, 2012 A.D., determined to merge into itself said Regions Asset Company, and adopted a plan of merger by which this corporation assumes all of the liabilities and obligations of Regions Asset Company, which resolutions include the following to wit:

RESOLVED, that the Board of Directors of Regions Asset Holding Company, Inc. (the "Corporation") deems it advisable and in the best interests of the Corporation to merge its wholly owned subsidiary Regions Asset Company with and into the Corporation (the "Merger");

FURTHER RESOLVED, that the appropriate officers of the Corporation are authorized to select and designate the effective time of the Merger;

FURTHER RESOLVED, that the appropriate officers of the Corporation are authorized to prepare, execute, and file appropriate Certificate of Ownership with the Secretary of State of Delaware and appropriate Articles of Merger with the Secretary of State of Alabama;

FURTHER RESOLVED, that, in accordance with Sections 253(a)(1) and 252(d) of the Delaware General Corporation Law, this corporation and its successors may be served with process in Delaware in any proceeding for enforcement of any obligation of Regions Asset Company, as well as for enforcement of any obligation of this corporation arising from the Merger, and this corporation does hereby irrevocably appoint the Secretary of State of Delaware as its agent to accept service of process in any such suit or other proceedings, and the appropriate officers of this corporation are authorized and directed to specify the address to which a copy of such process shall be mailed to this corporation by the Secretary of State (with such address being specified as "Regions Asset Holding Company, Inc. c/o Regions Bank, Attn: Legal Department, 1900 Fifth Avenue North, Birmingham, AL 35203");

FURTHER RESOLVED, that the appropriate officers of the Corporation are authorized and directed to take any and all such actions, to execute any and all documents, agreements and instruments deemed to be necessary or desirable to carry out the purpose and intent of these resolutions and to consummate the Merger.

Pursuant to Section 103(d) of the Delaware General Corporation Law, the merger is not to become effective until 7:00 p.m. eastern standard time on December 31, 2012.

IN WITNESS WHEREOF, said parent corporation has caused its corporate seal to be affixed and this certificate to be signed by an authorized officer this 20th day of December, 2012 A.D.

By: *D. Smith*
Authorized Officer

Name: Duane Smith
Print or Type

Title: President

20130108000022750 6/8
Bk: LR201310 Pg: 6149
Jefferson County, Alabama
01/08/2013 02:38:14 PM KEPS
Fee - \$63.00

Total of Fees and Taxes-\$63.00
HATCHERK

Secretary of State
State of Alabama
I hereby certify that this is a true and complete
copy of the document filed in this office on

DATE: 12/21/12
12/28/12

Beth Chapman
Secretary of State *KAM*

Alabama
Sec. Of State
Merger
888-311
Date 12/21/2012
Time 17:00
121228 6 Pg
File \$100.00
Ackn \$.00
Exp \$100.00
Total \$200.00
05/001