

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	05/27/2011		
CONVEYING PARTY DATA			
	Name	Formerly	Execution Date
	Borel Private Bank & Trust Company		05/26/2011
			Entity Type
			CORPORATION: CALIFORNIA
RECEIVING PARTY DATA			
Name:	Boston Private Bank & Trust Company		
Street Address:	Ten Post Office Square		
City:	Boston		
State/Country:	MASSACHUSETTS		
Postal Code:	02109		
Entity Type:	CORPORATION: MASSACHUSETTS		
PROPERTY NUMBERS Total: 3			
	Property Type	Number	Word Mark
	Registration Number:	3048289	BOREL PRIVATE BANK & TRUST COMPANY
	Registration Number:	2328762	BOREL BANKER
	Registration Number:	3048290	BB
CORRESPONDENCE DATA			
Fax Number:	8777697945		
	<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>		
Phone:	617-542-5070		
Email:	tmdoctc@fr.com		
Correspondent Name:	Robert M. O'Connell, Jr.		
Address Line 1:	P.O. Box 1022		
Address Line 4:	Minneapolis, MINNESOTA 55440-1022		
ATTORNEY DOCKET NUMBER:	38177-0001001		

CH \$90.00 3048289

NAME OF SUBMITTER:	Robert M. O'Connell, Jr.
Signature:	/Robert M. O'Connell, Jr./
Date:	02/26/2014
Total Attachments: 7 source=Borel Private Bank & Trust Company_Articles of Merger and Certificate of Consolidation#page1.tif source=Borel Private Bank & Trust Company_Articles of Merger and Certificate of Consolidation#page2.tif source=Borel Private Bank & Trust Company_Articles of Merger and Certificate of Consolidation#page3.tif source=Borel Private Bank & Trust Company_Articles of Merger and Certificate of Consolidation#page4.tif source=Borel Private Bank & Trust Company_Articles of Merger and Certificate of Consolidation#page5.tif source=Borel Private Bank & Trust Company_Articles of Merger and Certificate of Consolidation#page6.tif source=Borel Private Bank & Trust Company_Articles of Merger and Certificate of Consolidation#page7.tif	

Examiner _____

The Commonwealth of Massachusetts

William Francis Galvin
Secretary of the Commonwealth
One Ashburton Place, Boston, Massachusetts 02108-1512

ARTICLES OF ~~*CONSOLIDATION~~ / *MERGER

(General Laws, Chapter 156B, Section 78) and Chapter 172,
Section 36 and Chapter 167C, Section 6

~~*Consolidation~~ / *merger of

Boston Private Bank & Trust Company

Borel Private Bank & Trust Company

(a California-chartered bank)

the constituent corporations, into

Boston Private Bank & Trust Company

~~*new corporation~~ / *one of the constituent corporations.

The undersigned officers of each of the constituent corporations certify under the penalties of perjury as follows:

1. An agreement of ~~*consolidation~~ / *merger has been duly adopted in compliance with the requirements of General Laws, Chapter 156B, Section 78, and will be kept as provided by Subsection (d) thereof. The ~~*resulting~~ / *surviving corporation will furnish a copy of said agreement to any of its stockholders, or to any person who was a stockholder of any constituent corporation, upon written request and without charge.

2. The effective date of the ~~*consolidation~~ / *merger determined pursuant to the agreement of ~~*consolidation~~ / *merger shall be the date approved and filed by the Secretary of the Commonwealth. If a later effective date is desired, specify such date which shall not be more than *thirty days* after the date of filing:

11:59 p.m., Friday, May 27, 2011

3. (For a merger)

**The following amendments to the Articles of Organization of the *surviving* corporation have been effected pursuant to the agreement of merger:

None.

C
P
M
R.A.

*and Chapter 172, Section 36

**Delete the inapplicable word.*

***If there are no provisions state "None".*

Note: If the space provided under any article or item on this form is insufficient, additions shall be set forth on separate 8 1/2 x 11 sheets of paper with a left margin of at least 1 inch. Additions to more than one article may be made on a single sheet as long as each article requiring each addition is clearly indicated.

P.C.

(For a consolidation)

(a) The purpose of the *resulting* corporation is to engage in the following business activities:

Not applicable.

(b) State the total number of shares and the par value, if any, of each class of stock which the *resulting* corporation is authorized to issue. Not applicable.

WITHOUT PAR VALUE		WITH PAR VALUE		
TYPE	NUMBER OF SHARES	TYPE	NUMBER OF SHARES	PAR VALUE
Common:		Common:		
Preferred:		Preferred:		

** (c) If more than one class of stock is authorized, state a distinguishing designation for each class and provide a description of the preferences, voting powers, qualifications, and special or relative rights or privileges of each class and of each series then established.

Not applicable.

** (d) The restrictions, if any, on the transfer of stock contained in the agreement of consolidation are:

Not applicable.

** (e) Other lawful provisions, if any, for the conduct and regulation of the business and affairs of the corporation, for its voluntary dissolution, or for limiting, defining, or regulating the powers of the corporation, or of its directors or stockholders, or of any class of stockholders:

Not applicable.

** If there are no provisions state "None".

4. The information contained in Item 4 is *not a permanent* part of the Articles of Organization of the ~~resulting~~ / *surviving corporation.

(a) The street address of the ~~resulting~~ / *surviving corporation in Massachusetts is: *(post office boxes are not acceptable)*
Ten Post Office Square, Boston, MA 02109.

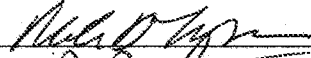
(b) The name, residential address, and post office address of each director and officer of the *resulting / *surviving corporation is:

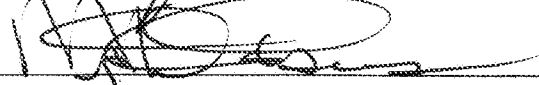
NAME	RESIDENTIAL ADDRESS	POST OFFICE ADDRESS
President:	See attached insert.	
Treasurer:		
Clerk:		
Directors:		

(c) The fiscal year (i.e. tax year) of the ~~resulting~~ / *surviving corporation shall end on the last day of the month of:
December.

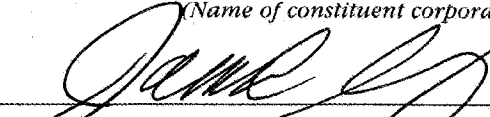
(d) The name and business address of the resident agent, if any, of the ~~resulting~~ / *surviving corporation is:
Not applicable.

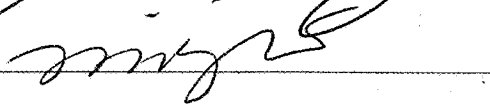
The undersigned officers of the several constituent corporations listed above further state under the penalties of perjury as to their respective corporations that the agreement of ~~consolidation~~ / *merger has been duly executed on behalf of such corporation and duly approved by the stockholders of such corporation in the manner required by General Laws, Chapter 156B, Section 78, and Chapter 172, Section 36.

Mark D. Thompson  _____, *President / ~~Vice President~~,

Margaret W. Chambers  _____, Secretary
~~Clerk~~ / *Assistant Clerk

of Boston Private Bank & Trust Company
(Name of constituent corporation)

James C. Garvey  _____, *President / ~~Vice President~~,

Mingjian Fu  _____, Assistant Secretary
~~Clerk~~ / *Assistant Clerk

of Borel Private Bank & Trust Company
(Name of constituent corporation)

*Delete the inapplicable words.

**Insert to Articles of Merger
Boston Private Bank & Trust Company
and
Borel Private Bank & Trust Company
with
Boston Private Bank & Trust Company
as the Surviving Bank**

**LIST OF DIRECTORS AND PRESIDENT, TREASURER AND SECRETARY OF THE
SURVIVING BANK**

Directors of the Surviving Bank

	<u>NAME</u>	<u>HOME ADDRESS</u>	<u>POST OFFICE ADDRESS</u>
1	Harold A. Fick	1495 Tartan Trail Hillsborough, CA 94010	Same
2	Brian G. Shapiro	17606 Embassy Drive Encino, CA 91316-2518	Same
3	W. Thomas Porter	5183 N.E. Laurecrest Ln. Seattle, WA 98105	Same
4	Eugene S. Colangelo	3 Fay Mountain Dr. Westborough, MA 01581	Same
5	E. Christopher Palmer	17 Trailside Road Weston, MA 02193	Same
6	John H. Clymer	13 River Street Concord, MA 01742-2223	Same
7	Charles T. Grigsby	9 Saint John Street Jamaica Plain, MA 02130	Same
8	Kathleen M. Graveline	43 Kingsbury Street Needham, MA 02492	Same
9	James K. Schmidt	22 Milton Hill Road Milton, MA 02186	Same
10	Herbert S. Alexander	5 Baldwin Court Westborough, MA 01581	Same
11	Susan P. Haney	6158 Palma del Mar Blvd. South, Unit B-215 St. Petersburg, FL 33715	Same
12	Clayton G. Deutsch	2 Harbor View Dr. Newport, RI 02840 29 Marlborough St Boston, MA 02116	Same

13	Mark D. Thompson	17B Old Topsfield Road Boxford, MA 01921	Same
14	V. Charles Jackson	4127 Chevy Chase Dr. La Canada, CA 91011	Same

President, Treasurer and Secretary of the Surviving Bank

<u>NAME</u>	<u>PROPOSED ROLE AT THE SURVIVING BANK</u>	<u>HOME ADDRESS</u>	<u>POST OFFICE ADDRESS</u>
Mark D. Thompson	President and Chief Executive Officer	17B Old Topsfield Road Boxford, MA 01921	Same
George G. Schwartz	Treasurer and Chief Operating Officer	7 Causeway Rd. Hingham, MA 02043	Same
Margaret W. Chambers	Secretary	310 North Road Sudbury, MA 01776	Same

THE COMMONWEALTH OF MASSACHUSETTS

ARTICLES OF *CONSOLIDATION / *MERGER

(General Laws, Chapter 156B, Section 78)
and Chapter 172, Section 36 and Chapter 167C, Section 6

I hereby approve the within Articles of *Consolidation / *Merger and,
the filing fee in the amount of \$ _____, having been paid,
said articles are deemed to have been filed with me this _____
day of _____, 20 _____.


Effective date: _____

WILLIAM FRANCIS GALVIN

Secretary of the Commonwealth

I hereby approve the within Articles of Merger.

5/26/11
Date


Commissioner of Banks

TO BE FILLED IN BY CORPORATION

Contact information:

Eric R. Fischer, Esq.

Goodwin Procter LLP

53 State Street, Exchange Place, Boston, MA 02109

Telephone: 617-570-1522

Email: efischer@goodwinprocter.com

A copy this filing will be available on-line at www.state.ma.us/sec/cor
once the document is filed.

COMMONWEALTH OF MASSACHUSETTS
DIVISION OF BANKS

CERTIFICATE OF CONSOLIDATION

BOREL PRIVATE BANK & TRUST COMPANY
SAN MATEO, CALIFORNIA
WITH AND INTO
BOSTON PRIVATE BANK & TRUST COMPANY
BOSTON, MASSACHUSETTS

The following officers hereby certify that as of the 25th day of May, 2011, all relevant state and federal statutory and regulatory provisions have been fulfilled to give effect to the consolidation of BOREL PRIVATE BANK & TRUST COMPANY and BOSTON PRIVATE BANK & TRUST COMPANY under the charter, by-laws and name of BOSTON PRIVATE BANK & TRUST COMPANY, using the main office of BOSTON PRIVATE BANK & TRUST COMPANY as the main office of the continuing bank and maintaining the banking offices of both banks as branch offices in accordance with the terms and conditions of the Agreement and Plan of Merger dated as of January 28, 2011. We further certify that upon consummation of this consolidation the charter of BOREL PRIVATE BANK & TRUST COMPANY will cease to exist.



OFFICER
BOSTON PRIVATE
BANK & TRUST COMPANY



OFFICER
BOREL PRIVATE
BANK & TRUST COMPANY



OFFICER
BOSTON PRIVATE
BANK & TRUST COMPANY

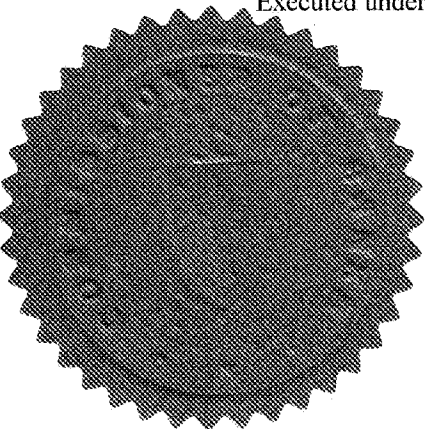


OFFICER
BOREL PRIVATE
BANK & TRUST COMPANY

APPROVAL OF THE COMMISSIONER OF BANKS

Having approved the consolidation of BOREL PRIVATE BANK & TRUST COMPANY, San Mateo, California with and into BOSTON PRIVATE BANK & TRUST COMPANY, Boston, Massachusetts in my Decision dated March 25, 2011, I hereby endorse on this Certificate my approval of this consolidation in accordance with the provisions of Massachusetts General Laws chapter 167C, section 6 and chapter 172, section 36 to take effect at 11:59 p.m. on May 27, 2011.

Executed under the seal of the Commissioner of Banks this 26th day of May, 2011.





David J. Conroy
Commissioner of Banks