

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM304234

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
RBS Citizens Financial Group, Inc.		04/09/2014	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Citizens Financial Group, Inc.		
Street Address:	One Citizens Plaza		
City:	Providence		
State/Country:	RHODE ISLAND		
Postal Code:	02903		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 161			
Property Type	Number	Word Mark	
Serial Number:	86120040	\$5 OVERDRAFT PASS	
Registration Number:	4388823	ACCESS GLOBAL ACH	
Registration Number:	4191210	ACCESS MOBILE	
Registration Number:	4090532	ACCESSBUSINESS MANAGER	
Registration Number:	4309681	ACCESSCARD COMMAND	
Registration Number:	4147654	ACCESSXCHANGE	
Registration Number:	4139360	ACHIEVE ACCESS	
Registration Number:	4234587	BANKING ON YOUR TERMS, AT YOUR PLACE.	
Registration Number:	3998907	BUFFERZONE	
Registration Number:	4211235	BUSINESS ADVISOR CHECKING	
Registration Number:	4215627	BUSINESS GROWTH SAVINGS	
Registration Number:	1323697	C	
Registration Number:	3281148	CAPPED RATE HOME EQUITY LINE OF CREDIT	
Registration Number:	2923968	CBFOREX	
Registration Number:	3163872	CCO MORTGAGE	
Registration Number:	3257656	CHAMPIONS IN ACTION	
Registration Number:	3210275	CHAMPIONS IN ACTION BE INSPIRED	
Registration Number:	4112860	CHARTER FOR HOMES	
Registration Number:	1748834	CHARTER ONE	
TRADEMARK			

CH \$4040.00 86120040

Property Type	Number	Word Mark
Registration Number:	3172512	CHARTER ONE
Registration Number:	3170108	CHARTER ONE
Registration Number:	3172515	CHARTER ONE
Registration Number:	3277036	CHARTER ONE
Registration Number:	4501881	CHARTER ONE GOOD BANKING IS GOOD CITIZEN
Registration Number:	3094403	CHARTER ONE BUSINESS ONLINE
Registration Number:	3163681	CHARTER ONE INVESTMENT SERVICES
Registration Number:	3094404	CHARTER ONE ONLINE
Registration Number:	3166726	CHARTER ONE ONLINE GUARANTEE
Serial Number:	86132339	ACCESSLOCKBOX
Serial Number:	86120031	BANK BETTER
Serial Number:	86245411	CHARTER ONE EARLY START DISCOUNT
Serial Number:	86045405	CHARTER ONE EDUCATION REFINANCE LOAN
Serial Number:	86121528	CHARTER ONE HOMEBUYER SAVINGS
Serial Number:	86144230	CHARTER ONE INVESTMENT SERVICES
Serial Number:	86045423	CHARTER ONE MOBILE DEPOSIT
Registration Number:	3057897	CHARTER ONE PAVILION
Serial Number:	86100035	CHARTER ONE PREMIER BANKING
Serial Number:	86100031	CHARTER ONE PREMIER BANKING
Serial Number:	85224568	CHARTER ONE PRIVATE BANK & TRUST
Serial Number:	86144231	CHARTER ONE PRIVATE BANK & TRUST
Serial Number:	78569542	CHARTER ONE PROFESSIONALS FIRST
Serial Number:	77948144	CHARTER ONE SECURE COMPLETE
Serial Number:	86103893	CHARTER ONE SELECT
Serial Number:	86103894	CHARTER ONE SELECT CUSTOM PORTFOLIO
Serial Number:	85007127	CHARTER ONE U
Serial Number:	86144218	CHARTER ONE WEALTH MANAGEMENT
Serial Number:	86144222	CHARTER ONE WEALTH MANAGEMENT
Serial Number:	85102108	CHARTER ONE YOURPLACE BANKING
Serial Number:	76426477	CHECKMINT
Serial Number:	85426041	CHOICES FROM CHARTER ONE
Serial Number:	85426152	CHOICES FROM CITIZENS BANK
Serial Number:	78923729	CHOOSE YOUR PAYMENT HOME EQUITY LOAN
Serial Number:	78671499	CIRCLE CHECKING
Serial Number:	78674205	CIRCLE CHECKING WITH INTEREST
Serial Number:	78674346	CIRCLE GOLD CHECKING
Serial Number:	78672700	CIRCLE GOLD CHECKING WITH INTEREST
Serial Number:	77173280	CIRCLE GOLD MONEY MARKET
Serial Number:	77751739	CIRCLE GOLD MORTGAGE ADVANTAGE

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Property Type	Number	Word Mark
Serial Number:	77173254	CIRCLE GOLD SAVINGS
Serial Number:	78672306	CIRCLE MONEY MARKET
Serial Number:	78671478	CIRCLE SAVINGS
Serial Number:	78699057	CITIZENS AUTOMOBILE FINANCE
Serial Number:	78673381	CITIZENS BANK
Serial Number:	78674339	CITIZENS BANK
Serial Number:	78674694	CITIZENS BANK
Serial Number:	78673616	CITIZENS BANK
Serial Number:	86089061	CITIZENS BANK GOOD BANKING IS GOOD CITIZ
Serial Number:	76313670	C CITIZENS BANK
Serial Number:	76053073	CITIZENS BANK BUSINESS ONLINE
Serial Number:	86045416	CITIZENS BANK EDUCATION REFINANCE LOAN
Serial Number:	76521911	CITIZENS BANK FOREIGN EXCHANGE
Serial Number:	77674799	CITIZENS BANK HOMEBUYER SAVINGS
Serial Number:	86045429	CITIZENS BANK MOBILE DEPOSIT
Serial Number:	78668667	CITIZENS BANK NOT YOUR TYPICAL BANK.
Serial Number:	75699858	CITIZENS BANK ONLINE
Serial Number:	78425984	CITIZENS BANK ONLINE GUARANTEE
Serial Number:	76527623	CITIZENS BANK PARK
Serial Number:	77884310	CITIZENS BANK QUARTERLY CASH
Serial Number:	78769274	CITIZENS BANK UN BANCO FUERA DE LO COMÚN
Serial Number:	85102139	CITIZENS BANK YOURPLACE BANKING
Serial Number:	86144740	CITIZENS CHARTER
Serial Number:	77173269	CITIZENS CIRCLE BANKING
Serial Number:	77173274	CITIZENS CIRCLE GOLD BANKING
Serial Number:	86245402	CITIZENS EARLY START DISCOUNT
Serial Number:	85539347	CITIZENS FOR EDUCATION
Serial Number:	85202874	CITIZENS FOR HOMES
Serial Number:	85803175	CITIZENS HELPING CITIZENS
Serial Number:	86120035	CITIZENS HELPING CITIZENS BANK BETTER
Serial Number:	86144225	CITIZENS INVESTMENT SERVICES
Serial Number:	86144725	CITIZENS ONE
Serial Number:	75441219	CITIZENS PHONEBANK
Serial Number:	86144748	CITIZENS PLUS
Serial Number:	86100025	CITIZENS PREMIER BANKING
Serial Number:	86100018	CITIZENS PREMIER BANKING
Serial Number:	85052039	CITIZENS PRIVATE BANK & TRUST
Serial Number:	86144235	CITIZENS PRIVATE BANK & TRUST
Serial Number:	76525044	CITIZENS PROFESSIONALS FIRST

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Property Type	Number	Word Mark
Serial Number:	75777904	CITIZENS RETIREMENT CHOICE
Serial Number:	77948091	CITIZENS SECURE COMPLETE
Serial Number:	86262383	CITIZENS SECURITIES INCORPORATED
Serial Number:	86103888	CITIZENS SELECT
Serial Number:	86103891	CITIZENS SELECT CUSTOM PORTFOLIO
Serial Number:	85007145	CITIZENS U
Serial Number:	85941522	CITIZENS WEALTH MANAGEMENT
Serial Number:	86144214	CITIZENS WEALTH MANAGEMENT
Serial Number:	76377702	CITIZENSSELECT
Serial Number:	86275398	CLEAR VALUE
Serial Number:	77666290	COLLEGESAVER
Serial Number:	86158286	1D
Serial Number:	78954482	EVERYDAY POINTS
Serial Number:	77751836	EVERYDAY POINTS
Serial Number:	77174479	EVERYDAY POINTS
Serial Number:	77185688	EVERYDAY SAVINGS
Serial Number:	77230118	EVERYDAY STUDENT BANKING
Serial Number:	77398169	EXTRA GREEN
Serial Number:	75300573	E-Z DEPOSIT
Serial Number:	86219350	FAST BALANCE
Serial Number:	77384437	FIND YOUR FIT
Serial Number:	77386179	FIT
Serial Number:	77386178	FIT CHECKUP
Serial Number:	77521685	GEAR FOR GRADES
Serial Number:	77185695	GIVE YOURSELF CREDIT
Serial Number:	78567454	GLOBAL TRADE FLOW
Serial Number:	85898201	GOAL GUIDE
Serial Number:	77842527	GOALTRACK SAVINGS
Serial Number:	77948053	GOOD BANKING IS GOOD CITIZENSHIP
Serial Number:	76577812	GREEN CHECKING
Serial Number:	78746174	GREEN SAVINGS
Serial Number:	77536825	GREEN\$ENSE
Serial Number:	85453243	GROWTH SAVINGS
Serial Number:	86120018	HELPING YOU BANK BETTER
Serial Number:	76578032	MONEY MANAGER GPS GLOBAL PROCESSING SOLU
Serial Number:	77682042	MONEYHELP
Serial Number:	75297832	NOT YOUR TYPICAL BANK
Serial Number:	86033783	ONE DEPOSIT CHECKING FROM CHARTER ONE
Serial Number:	86033757	ONE DEPOSIT CHECKING FROM CITIZENS BANK

TRADEMARK

Property Type	Number	Word Mark
Serial Number:	86158297	1D ONE DEPOSIT CHECKING FROM CITIZENS BA
Serial Number:	86226937	ONE RELATIONSHIP REWARDS
Serial Number:	86130902	OVERDRAFT CHOICES
Serial Number:	77967484	PAYMENTCARE
Serial Number:	85046594	PECFOA
Serial Number:	77848666	PREMIER BANKING
Serial Number:	85224598	PRIVATE BANK & TRUST FROM CHARTER ONE
Serial Number:	85052047	PRIVATE BANK & TRUST FROM CITIZENS BANK
Serial Number:	85046575	PRIVATE EQUITY CFO ASSOCIATION
Serial Number:	85230405	RBS CITIZENS
Serial Number:	85230413	RBS CITIZENS
Serial Number:	85466188	RBS CITIZENS FINANCIAL GROUP
Serial Number:	85466162	RBS CITIZENS FINANCIAL GROUP, INC.
Serial Number:	77049465	SAFE WITH CHARTER ONE
Serial Number:	77049421	SAFE WITH CITIZENS
Serial Number:	86201702	SO SIMPLE
Serial Number:	77420031	STEADY SAVE
Serial Number:	85084565	STUDENT MONEY BUNDLE
Serial Number:	76399508	SWEEPNET
Serial Number:	85373727	TRUFIT GOOD CITIZEN SCHOLARSHIP
Serial Number:	77559952	TRUFIT LENDING
Serial Number:	77751725	TRUFIT STUDENT LOAN
Serial Number:	86033713	VALUE CHECKING FROM CHARTER ONE
Serial Number:	86033667	VALUE CHECKING FROM CITIZENS BANK
Serial Number:	85102123	YOURPLACE BANKING

CORRESPONDENCE DATA

Fax Number: 8777697945

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: 617-542-5070

Email: tmdoctc@fr.com

Correspondent Name: Robert M. O'Connell, Jr.

Address Line 1: PO Box 1022

Address Line 4: Minneapolis, MINNESOTA 55440-1022

ATTORNEY DOCKET NUMBER: 37142-0001001

NAME OF SUBMITTER: Robert M. O'Connell, Jr.

SIGNATURE: /Robert M. O'Connell, Jr./

DATE SIGNED: 05/12/2014

Total Attachments: 4

TRADEMARK

REEL: 005278 FRAME: 0187

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Delaware

PAGE 1

The First State

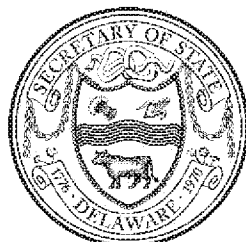
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE RESTATED CERTIFICATE OF "RBS CITIZENS FINANCIAL GROUP, INC.", CHANGING ITS NAME FROM "RBS CITIZENS FINANCIAL GROUP, INC." TO "CITIZENS FINANCIAL GROUP, INC.", FILED IN THIS OFFICE ON THE SIXTEENTH DAY OF APRIL, A.D. 2014, AT 12:48 O'CLOCK P.M.

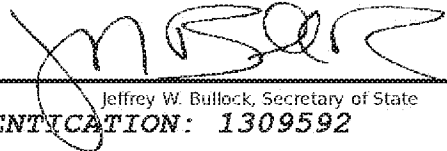
A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

2048953 8100

140478228

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1309592
DATE: 04-22-14

TRADEMARK
REEL: 005278 FRAME: 0189

**AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION
OF
RBS CITIZENS FINANCIAL GROUP, INC.**

**Incorporated under the Laws of the State of Delaware
November 21, 1984**

RBS Citizens Financial Group, Inc., a corporation organized and existing under the laws of the State of Delaware, hereby certifies as follows:

1. The date of the filing of its original Certificate of Incorporation with the Secretary of State of the State of Delaware was November 21, 1984 (the "Original Certificate").
2. This Amended and Restated Certificate of Incorporation amends, restates and integrates the provisions of the Amended and Restated Certificate of Incorporation that was filed with the Secretary of State of the State of Delaware on January 16, 2003 (the "Amended and Restated Certificate"), and was fully adopted in accordance with the provisions of Sections 242 and 245 of the Delaware General Corporation Law.
3. The text of the Amended and Restated Certificate is hereby amended and restated in its entirety to provide as herein set forth in full.

ARTICLE I

NAME

The name of the corporation is Citizens Financial Group, Inc. (herein the "Corporation").

ARTICLE II

REGISTERED OFFICE

The address of the Corporation's registered office in the State of Delaware is Corporation Trust Center, 1209 Orange Street, in the City of Wilmington, County of New Castle, 19801. The name of the Corporation's registered agent at such address is The Corporation Trust Company.

ARTICLE III

POWERS

The purpose for which the Corporation is organized is to act as a bank holding company, to act as a savings and loan holding company, and to transact all lawful business for which corporations may be incorporated pursuant to the laws of the State of Delaware. The Corporation shall have all the powers of a corporation organized under said laws.

ARTICLE IV

CAPITAL STOCK

The total number of shares of capital stock ("Capital Stock") that the Corporation shall have the authority to issue is 1,000,000,000 (one billion) shares of common stock, par value \$0.01 per share ("Common Stock") and 100,000,000 (one-hundred million) shares of undesignated preferred stock, par value \$25.00 per share (the "Undesignated Preferred Stock").

(a) Common Stock

Except as otherwise required by law or this Amended and Restated Certificate of Incorporation, each holder of Common Stock shall have one vote in respect of each share of stock held by such stockholder of record on the books of the Corporation for the election of directors and on all matters submitted to a vote of stockholders of the Corporation. Except as otherwise required by the Delaware General Corporation Law or as set forth in this Amended and Restated Certificate of Incorporation, the holders of Common Stock shall vote together as a single class on all matters submitted to the stockholders for a vote.

The holders of shares of Common Stock shall be entitled to receive, when, as and if declared by the Board of Directors of the Corporation, out of the assets of the Corporation which are by law available therefore, dividends payable either in cash, in property or in the shares of capital stock.

(b) Undesignated Preferred Stock

The Board of Directors or any authorized committee thereof is expressly authorized, to the fullest extent permitted by law, to provide for the issuance of the shares of Undesignated Preferred Stock in one or more series of such stock, and by filing a certificate pursuant to applicable law of the State of Delaware, to establish or change from time to time the number of shares of each such series, and to fix the designations, powers, including voting powers, full or limited, or no voting powers, preferences and the relative, participating, optional or other special rights of the shares of each series and any qualifications, limitations and restrictions thereof.

ARTICLE V

ELECTION OF DIRECTORS

Election of directors need not be by ballot unless the by-laws of the Corporation so provide.

ARTICLE VI

STOCKHOLDERS' PROPERTY

The private property of the stockholders of the Corporation shall not be subject to the payment of corporate debts to any extent whatsoever.

ARTICLE VII

AMENDMENT OF CERTIFICATE OF INCORPORATION

The Corporation reserves the right to amend this Certificate in any manner permitted by the Delaware General Corporation Law, as amended from time to time, and all rights and powers conferred herein on stockholders, directors and officers, if any, are subject to this reserved power.

IN WITNESS WHEREOF, the undersigned has caused this Certificate to be signed on its behalf as of the 9th day of April, 2014.

RBS CITIZENS FINANCIAL GROUP, INC.

By: 
Name: Robin S. Elkowitz
Title: EVP & Corporate Secretary