

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM330620

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	06/13/2013		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Baltimore County Savings Bank		06/13/2013	Chartered Commercial Bank: MARYLAND
RECEIVING PARTY DATA			
Name:	First National Bank of Pennsylvania		
Street Address:	One F.N.B. Boulevard		
City:	Hermitage		
State/Country:	PENNSYLVANIA		
Postal Code:	16148		
Entity Type:	CORPORATION: FLORIDA		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	2873535	COME HOME TO BCSB BALTIMORE COUNTY SAVIN	
Registration Number:	2880826	BCSB BALTIMORE COUNTY SAVINGS BANK	
CORRESPONDENCE DATA			
Fax Number:	2392610057		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	239-262-1001		
Email:	usptomail@whitelawfirm.com		
Correspondent Name:	Jennifer L. Whitelaw		
Address Line 1:	WHITELAW LEGAL GROUP		
Address Line 2:	3838 Tamiami Trail North, Suite 310		
Address Line 4:	Naples, FLORIDA 34103		
NAME OF SUBMITTER:	Jennifer L. Whitelaw		
SIGNATURE:	/JENNIFER L. WHITELAW/		
DATE SIGNED:	01/30/2015		
Total Attachments: 4			
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AGREEMENT OF MERGER

This agreement of merger ("Bank Merger Agreement"), dated as of June 13, 2013, is by and between First National Bank of Pennsylvania ("FNB Bank") and Baltimore County Savings Bank ("BCSB Bank"). All capitalized terms used herein but not defined herein shall have the respective meanings assigned to them in the Agreement and Plan of Merger (the "Parent Merger Agreement") dated as of June 13, 2013 between F.N.B. Corporation ("FNB") and BCSB Bancorp, Inc. ("BCSB").

WITNESSETH:

WHEREAS, BCSB Bank is a Maryland-chartered commercial bank and a wholly owned subsidiary of BCSB; and

WHEREAS, FNB Bank is a national banking association and a wholly owned subsidiary of FNB; and

WHEREAS, FNB and BCSB have entered into the Parent Merger Agreement, pursuant to which BCSB will merge with and into FNB (the "Parent Merger"); and

WHEREAS, BCSB Bank and FNB Bank desire to merge on the terms and conditions herein provided immediately following the effective time of the Parent Merger.

NOW, THEREFORE, in consideration of the premises and the mutual covenants and agreements herein contained, the parties hereto, intending to be legally bound hereby, agree as follows:

1. The Bank Merger. Subject to the terms and conditions of the Parent Merger Agreement and this Bank Merger Agreement, at the Effective Time (as defined in Section 2), BCSB Bank shall merge with and into FNB Bank (the "Bank Merger") under the laws of the United States. FNB Bank shall be the surviving bank of the Bank Merger (the "Surviving Bank").

2. Effective Time. The Bank Merger shall become effective on the date, and at the time (the "Effective Time"), specified in the Bank Merger approval to be issued by the Office of the Comptroller of the Currency (the "OCC").

3. Charter; Bylaws. The Charter and Bylaws of FNB Bank in effect immediately prior to the Effective Time shall be the Charter and Bylaws of the Surviving Bank, until altered, amended or repealed in accordance with their terms and applicable law.

4. Name; Offices. The name of the Surviving Bank shall be "First National Bank of Pennsylvania." The main office of the Surviving Bank shall be the main office of FNB Bank immediately prior to the Effective Time.

5. Directors and Executive Officers. Upon consummation of the Bank Merger, (i) the directors of FNB Bank immediately prior to the Effective Time shall continue as directors of the Surviving Bank, and (ii) the executive officers of FNB Bank immediately prior to the Effective Time shall serve as the executive officers of the Surviving Bank. Each of the directors and officers of the Surviving Bank immediately after the Effective Time shall hold office until his or her successor is

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IN WITNESS WHEREOF, each of FNB Bank and BCSB Bank has caused this Bank Merger Agreement to be executed on its behalf by its duly authorized officers.

FIRST NATIONAL BANK OF PENNSYLVANIA

By: 
Name: Vincent J. Delie, Jr.
Title: Chief Executive Officer

BALTIMORE COUNTY SAVINGS BANK

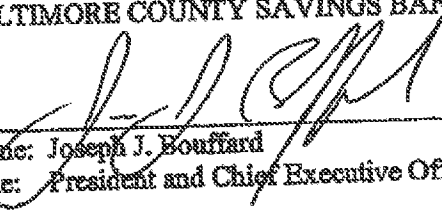
By: _____
Name: Joseph J. Bouffard
Title: President and Chief Executive Officer

IN WITNESS WHEREOF, each of FNB Bank and BCSB Bank has caused this Bank Merger Agreement to be executed on its behalf by its duly authorized officers.

FIRST NATIONAL BANK OF PENNSYLVANIA

By: _____
Name: Vincent J. Delio, Jr.
Title: Chief Executive Officer

BALTIMORE COUNTY SAVINGS BANK

By:  _____
Name: Joseph J. Bouffard
Title: President and Chief Executive Officer