

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM337120

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	MERGER		
<b>EFFECTIVE DATE:</b>	12/31/2014		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Valley Green Bank		12/31/2014	CORPORATION: PENNSYLVANIA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Univest Bank and Trust Co.		
<b>Street Address:</b>	14 North Main Street		
<b>City:</b>	Souderton		
<b>State/Country:</b>	PENNSYLVANIA		
<b>Postal Code:</b>	18964		
<b>Entity Type:</b>	CORPORATION: PENNSYLVANIA		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3255479	VALLEY GREEN BANK	
<b>Registration Number:</b>	3205717	YOU COUNT WITH US.	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	2152799394		
<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>			
<b>Email:</b>	jordan.lavine@flastergreenberg.com		
<b>Correspondent Name:</b>	Jordan A. LaVine		
<b>Address Line 1:</b>	1600 JFK Blvd., 2nd Floor		
<b>Address Line 4:</b>	Philadelphia, PENNSYLVANIA 19103		
<b>NAME OF SUBMITTER:</b>	Jordan A. LaVine		
<b>SIGNATURE:</b>	/Jordan A. LaVine/		
<b>DATE SIGNED:</b>	04/02/2015		
<b>Total Attachments: 5</b>			
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COMMONWEALTH OF PENNSYLVANIA  
DEPARTMENT OF STATE  
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS  
401 NORTH STREET, ROOM 206  
P.O. BOX 8722  
HARRISBURG, PA 17105-8722  
WWW.CORPORATIONS.STATE.PA.US/CORP

Univest Bank and Trust Co

THE BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS IS HAPPY TO SEND YOU YOUR FILED DOCUMENT. THE BUREAU IS HERE TO SERVE YOU AND WANTS TO THANK YOU FOR DOING BUSINESS IN PENNSYLVANIA.

IF YOU HAVE ANY QUESTIONS PERTAINING TO THE BUREAU, PLEASE VISIT OUR WEB SITE LOCATED AT WWW.CORPORATIONS.STATE.PA.US/CORP OR PLEASE CALL OUR MAIN INFORMATION TELEPHONE NUMBER (717)787-1057. FOR ADDITIONAL INFORMATION REGARDING BUSINESS AND / OR UCC FILINGS, PLEASE VISIT OUR ONLINE "SEARCHABLE DATABASE" LOCATED ON OUR WEB SITE.

ENTITY NUMBER: 4169487

Stevens & Lee, P.C.  
111 North Sixth Street PO Box 679  
Reading, PA 19603

**TRADEMARK**  
**REEL: 005491 FRAME: 0277**

ARTICLES OF MERGER

In compliance with the requirements of Section 1603(f) of the Pennsylvania Banking Code of 1965 (7 P.S. §1603(f)) (relating to articles of merger), the undersigned institutions, desiring to effect a merger, hereby certify that:

1. The names of the parties to the Plan of Merger are:

- (a) Univest Bank and Trust Co.
- (b) Valley Green Bank
- (c) The name of the resulting institution is: Univest Bank and Trust Co.

2. The location and post office address of the principal place of business of each party to the Plan of Merger are:

- (a) Univest Bank and Trust Co.  
14 North Main Street  
Souderton, Pennsylvania 18964
- (b) Valley Green Bank  
7226 Germantown Avenue  
Philadelphia, PA 19119

3. The votes by which the Plan of Merger was adopted and the time, place and notice of each meeting in connection with such adoption are:

(a) Univest Bank and Trust Co.

(1) Board of Directors:

Directors entitled to vote:	Five (one vote per director)
Votes: For:	Five
Against:	None
Date:	June 17, 2014
Place:	14 North Main Street, Souderton, PA
Kind and Period of Notice:	Three days written notice

(2) Shareholders:

Shares entitled to vote:	480,059 (one vote per share)
Votes: For:	480,059
Against:	None
Date:	December 19, 2014
Place:	14 North Main Street, Souderton, PA
Kind and Period of Notice:	N/A; action by unanimous written consent

Commonwealth of Pennsylvania  
ARTICLES OF MERGER-MISCELLANEOUS 95 Page(s)



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(b) Valley Green Bank

(1) Board of Directors:

Directors entitled to vote:	Twelve (one vote per director)
Votes: For:	Twelve
Against:	None
Date:	June 17, 2014
Place:	7226 Germantown Avenue Philadelphia, PA
Kind and Period of Notice:	7 days written notice

(2) Shareholders:

Shares entitled to vote:	2,798,703 (one vote per share)
Votes: For:	2,477,297
Against:	-0-
Date:	December 2, 2014
Place:	7301 Germantown Pike Philadelphia, PA
Kind and Period of Notice:	30 days written notice

4. The names of the directors of Univest Bank and Trust Co. as the resulting institution, the address for each of which is c/o Univest Bank and Trust Co., 14 North Main Street, Souderton, PA 18964, are set forth below:

William S. Aichele	K. Leon Moyer
R. Lee Delp	P. Gregory Shelly
H. Paul Lewis	Jeffrey M. Schweitzer

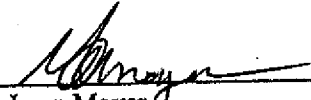
5. The articles of incorporation of Univest Bank and Trust Co., as the resulting institution, shall remain as the articles of incorporation of the resulting institution.

6. The Plan of Merger is attached hereto as Exhibit A and is incorporated herein by reference.


7. These Articles of Merger shall become effective upon the later of: (a) filing with the Pennsylvania Department of State, or (b) 12:01 a.m. on January 1, 2015.

IN TESTIMONY WHEREOF, each undersigned institution has caused these Articles of Merger to be signed by a duly authorized officer and has caused its corporate seal, duly attested by another such officer, to be hereunto affixed as of the 31st day of December, 2014.

UNIVEST BANK AND TRUST CO.

By:   
K. Leon Moyer  
President

[Corporate Seal]

Attest:   
Michael S. Keim  
Executive Vice President and  
Chief Financial Officer

VALLEY GREEN BANK

By: \_\_\_\_\_  
Jay R. Goldstein  
President and Chief Executive Officer

[Corporate Seal]

Attest: \_\_\_\_\_  
Cheryl Richards  
Chief Financial Officer and  
Corporate Secretary

IN TESTIMONY WHEREOF, each undersigned institution has caused these Articles of Merger to be signed by a duly authorized officer and has caused its corporate seal, duly attested by another such officer, to be hereunto affixed as of the 31st day of December, 2014.


UNIVEST BANK AND TRUST CO.

By: \_\_\_\_\_  
K. Leon Moyer  
President

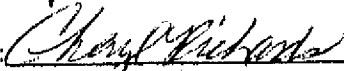
[Corporate Seal]

Attest: \_\_\_\_\_  
Michael S. Keim  
Executive Vice President and  
Chief Financial Officer

VALLEY GREEN BANK

By:  \_\_\_\_\_  
Jay R. Goldstein  
President and Chief Executive Officer

[Corporate Seal]

Attest:  \_\_\_\_\_  
Cheryl Richards  
Chief Financial Officer and  
Corporate Secretary