

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM481108

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
NBH BANK, NATIONAL ASSOCIATION		12/31/2015	National Banking Association: UNITED STATES
RECEIVING PARTY DATA			
Name:	NBH BANK		
Street Address:	7800 EAST ORCHARD ROAD, SUITE 300		
City:	GREENWOOD VILLAGE		
State/Country:	COLORADO		
Postal Code:	80111		
Entity Type:	Corporation: COLORADO		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	4228967	WHERE COMMON SENSE LIVES	
Registration Number:	4423744	BANK MIDWEST	
CORRESPONDENCE DATA			
Fax Number:	8164121263		
<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:	8168428600		
Email:	trademark@stinson.com		
Correspondent Name:	STINSON LEONARD STREET LLP		
Address Line 1:	6400 S. FIDDLERS GREEN CIRCLE, STE 1900		
Address Line 2:	CYNTHIA MAUST, PARALEGAL		
Address Line 4:	GREENWOOD VILLAGE, COLORADO 80111		
ATTORNEY DOCKET NUMBER:	0810111.0004		
NAME OF SUBMITTER:	Cynthia Maust		
SIGNATURE:	/Cynthia Maust/		
DATE SIGNED:	07/09/2018		
Total Attachments: 12			
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such individual's act and deed, or that such individual in good faith believes such document is the act and deed of the person on whose behalf such individual is causing such document to be delivered for filing, taken in conformity with the requirements of part 3 of article 90 of title 7, C.R.S. and, if applicable, the constituent documents and the organic statutes, and that such individual in good faith believes the facts stated in such document are true and such document complies with the requirements of that Part, the constituent documents, and the organic statutes.

This perjury notice applies to each individual who causes this document to be delivered to the Secretary of State, whether or not such individual is identified in this document as one who has caused it to be delivered.

6. The true name and mailing address of the individual causing this document to be delivered for filing are

<u>Bessko</u>	<u>Zsolt</u>	<u>K.</u>	
(Last)	(First)	(Middle)	(Suffix)
<u>7800 E Orchard Rd.</u>			
(Street number and name or Post Office Box information)			
<u>Suite 300</u>			
<u>Greenwood Village</u>	<u>CO</u>	<u>80111</u>	
(City)	(State)	(ZIP/Postal Code)	
<u></u>	<u>United States</u>	<u>.</u>	
(Province – if applicable)	(Country)		

(If applicable, adopt the following statement by marking the box and include an attachment.)

- This document contains the true name and mailing address of one or more additional individuals causing the document to be delivered for filing.

Disclaimer:

This form/cover sheet, and any related instructions, are not intended to provide legal, business or tax advice, and are furnished without representation or warranty. While this form/cover sheet is believed to satisfy minimum legal requirements as of its revision date, compliance with applicable law, as the same may be amended from time to time, remains the responsibility of the user of this form/cover sheet. Questions should be addressed to the user's legal, business or tax advisor(s).

(The following statement is adopted by marking the box.)

The person appointed as registered agent above has consented to being so appointed.

4. The true name and mailing address of the incorporator are

Name
(if an individual) Bessko Zsolt K.
(Last) (First) (Middle) (Suffix)

or

(if an entity)
(Caution: Do not provide both an individual and an entity name.)

Mailing address 7800 E. Orchard Rd
(Street number and name or Post Office Box information)
Suite 300
Greenwood Village CO 80111
(City) (State) (ZIP/Postal Code)
United States
(Province – if applicable) (Country)

(If the following statement applies, adopt the statement by marking the box and include an attachment.)

The corporation has one or more additional incorporators and the name and mailing address of each additional incorporator are stated in an attachment.

5. The classes of shares and number of shares of each class that the corporation is authorized to issue are as follows.

The corporation is authorized to issue 1,000,000 common shares that shall have unlimited voting rights and are entitled to receive the net assets of the corporation upon dissolution.

Information regarding shares as required by section 7-106-101, C.R.S., is included in an attachment.

6. (If the following statement applies, adopt the statement by marking the box and include an attachment.)

This document contains additional information as provided by law.

7. (Caution: Leave blank if the document does not have a delayed effective date. Stating a delayed effective date has significant legal consequences. Read instructions before entering a date.)

(If the following statement applies, adopt the statement by entering a date and, if applicable, time using the required format.)

The delayed effective date and, if applicable, time of this document is/are 12/31/2015 05:00 PM.
(mm/dd/yyyy hour:minute am/pm)

Notice:

Causing this document to be delivered to the Secretary of State for filing shall constitute the affirmation or acknowledgment of each individual causing such delivery, under penalties of perjury, that the document is the individual's act and deed, or that the individual in good faith believes the document is the act and deed of the person on whose behalf the individual is causing the document to be delivered for filing, taken in conformity with the requirements of part 3 of article 90 of title 7, C.R.S., the constituent documents, and the organic statutes, and that the individual in good faith believes the facts stated in the document are true and the document complies with the requirements of that Part, the constituent documents, and the organic statutes.

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Document must be filed electronically.
Paper documents are not accepted.
Fees & forms are subject to change.
For more information or to print copies
of filed documents, visit www.sos.state.co.us.

Approved for Filing
Date: 12-23-15
Ken J. White
Colorado Division of Banking

ABOVE SPACE FOR OFFICE USE ONLY

Articles of Incorporation for a Profit Corporation
filed pursuant to § 7-102-101 and § 7-102-102 of the Colorado Revised Statutes (C.R.S.)

1. The domestic entity name for the corporation is

NBH Bank

(Caution: The use of certain terms or abbreviations are restricted by law. Read instructions for more information.)

2. The principal office address of the corporation's initial principal office is

Street address

7800 E. Orchard Rd.

(Street number and name)

Suite 300

Greenwood Village

(City)

CO

(State)

80111

(ZIP/Postal Code)

United States

(Province - if applicable)

(Country)

Mailing address

(leave blank if same as street address)

(Street number and name or Post Office Box information)

(City)

(State)

(ZIP/Postal Code)

(Province - if applicable)

(Country)

3. The registered agent name and registered agent address of the corporation's initial registered agent are

Name

(if an individual)

(Last)

(First)

(Middle)

(Suffix)

or

(if an entity)

National Bank Holdings Corporation

(Caution: Do not provide both an individual and an entity name.)

Street address

7800 E. Orchard Rd.

(Street number and name)

Suite 300

Greenwood Village

(City)

CO

(State)

80111

(ZIP/Postal Code)

Mailing address

(leave blank if same as street address)

(Street number and name or Post Office Box information)

(City)

(State)

(ZIP/Postal Code)

(The following statement is adopted by marking the box.)

The person appointed as registered agent above has consented to being so appointed.

4. The true name and mailing address of the incorporator are

Name
(if an individual) Bessko Zsolt K.
(Last) (First) (Middle) (Suffix)

or

(if an entity) _____
(Caution: Do not provide both an individual and an entity name.)

Mailing address 7800 E. Orchard Rd
(Street number and name or Post Office Box Information)
Suite 300
Greenwood Village CO 80111
(City) (State) (ZIP/Postal Code)
United States
(Province - if applicable) (Country)

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(If the following statement applies, adopt the statement by entering a date and, if applicable, time using the required format.)

The delayed effective date and, if applicable, time of this document is/are December 31, 2015 at 5:00pm MT
(mm/dd/yyyy hour:minute am/pm)

Notice:

Causing this document to be delivered to the Secretary of State for filing shall constitute the affirmation or acknowledgment of each individual causing such delivery, under penalties of perjury, that the document is the individual's act and deed, or that the individual in good faith believes the document is the act and deed of the person on whose behalf the individual is causing the document to be delivered for filing, taken in conformity with the requirements of part 3 of article 90 of title 7, C.R.S., the constituent documents, and the organic statutes, and that the individual in good faith believes the facts stated in the document are true and the document complies with the requirements of that Part, the constituent documents, and the organic statutes.

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8. The true name and mailing address of the individual causing the document to be delivered for filing are

Bessko Zsolt K.
(Last) *(First)* *(Middle)* *(Suffix)*
7800 E Orchard Rd.
(Street number and name or Post Office Box information)
Suite 300
Greenwood Village CO 80111
(City) *(State)* *(ZIP/Postal Code)*
United States
(Province - if applicable) *(Country)*

(If the following statement applies, adopt the statement by marking the box and include an attachment.)

- This document contains the true name and mailing address of one or more additional individuals causing the document to be delivered for filing.

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Attachment to Articles of Incorporation

NBH BANK – incorporators:

Ralph W. Clermont
7800 E. Orchard Rd., Suite 300
Greenwood Village, CO 80111

Fred J. Joseph
7800 E. Orchard Rd., Suite 300
Greenwood Village, CO 80111

G. Timothy Laney
7800 E. Orchard Rd., Suite 300
Greenwood Village, CO 80111

Zsolt K. Bessko
7800 E. Orchard Rd., Suite 300
Greenwood Village, CO 80111

Brian F. Lilly
7800 E. Orchard Rd., Suite 300
Greenwood Village, CO 80111

Richard U. Newfield, Jr.
7800 E. Orchard Rd., Suite 300
Greenwood Village, CO 80111

ARTICLES OF INCORPORATION

OF

NBH BANK

ARTICLE I

NAME

The name of the bank is NBH Bank (the "Bank").

ARTICLE II

CORPORATE POWERS

The Bank shall continue perpetually as a corporation and shall have and may exercise all of the rights, powers and privileges now or hereafter conferred upon banks organized under the Colorado Banking Code. In addition, the Bank may do everything necessary, suitable or proper for the accomplishment of any of its corporate purposes subject to the Colorado Banking Code.

ARTICLE III

TRUST POWERS

The Bank shall not exercise trust powers.

ARTICLE IV

LOCATION

The principal office of the Bank shall be located in the City of Greenwood Village, County of Arapahoe, State of Colorado.

ARTICLE V

CAPITAL AND STOCK

(a) The initial amount of capital stock of the Bank is \$1,000.

- (b) The initial amount of paid-in surplus of the Bank is \$445,530,000.
- (c) The aggregate number of shares which the corporation shall have authority to issue is 1,000,000 shares of common stock having a par value of \$0.01 per share.
- (d) Each shareholder of record shall have one vote for each share of stock standing in his name on the books of the Bank and entitled to vote. Cumulative voting shall not be permitted in the election of directors.
- (e) Unless otherwise ordered by a court of competent jurisdiction, at all meetings of shareholders a majority of the shares entitled to vote at such meeting, represented in person or by proxy, shall constitute a quorum.
- (f) Shareholders shall not have a preemptive right to acquired unissued or treasury shares on securities convertible into such shares or carrying a right to subscribe to or acquire shares.

ARTICLE VI

DIRECTORS

The number of directors of the Bank shall be fixed by the bylaws and shall be not less than five nor more than twenty-five.

ARTICLE VII

MANAGEMENT OF THE BUSINESS OF THE BANK

The following provisions are inserted for the management of the business and for the conduct of the affairs of the corporation, and the same are in furtherance of and not in limitation or exclusion of the powers conferred by law.

(a) **Transactions with Interested Persons.** No contract or other transaction between the Bank and one or more of its directors, or between the Bank and any other corporation, partnership, association, or other organization in which one or more of its directors or officers are directors or officers or have a financial interest, shall be void or voidable solely for that reason, or solely because the director or officer is present at or participates in the meeting of the board of directors or committee thereof which authorizes, approves, or ratifies the contract or transaction, or solely because his or their votes are counted for such purpose, if: (i) the material facts as to his or their relationship or interest and as to the contract or transaction are disclosed or are known to the board of directors or the committee, and the board or committee in good faith authorizes, approves, or ratifies the contract or transaction by the affirmative vote of a majority of the disinterested directors, even though the disinterested directors are less than a quorum, or (ii) the material facts as to his or their relationship or interest and as to the contract or transaction are disclosed or are known to the shareholders entitled to vote thereon, and the contract or

transaction is specifically authorized, approved or ratified in good faith by vote of the shareholders, or (iii) the contract or transaction was fair as to the Bank. Common or interested directors may be counted in determining the presence of a quorum at a meeting of the board of directors or the committee thereof which authorizes, approves or ratifies the contract or transaction.

(b) **Indemnification.** The Bank shall indemnify, to the extent permitted by law, any person who is or was a director, officer, agent, fiduciary, or employee of the Bank against any claim, liability, or expense arising against or incurred by such person as a result of actions reasonably taken by him at the direction of the Bank. The Bank shall further have the authority to the full extent permitted by law to indemnify its directors, officers, agents, fiduciaries, and employees against any claim, liability, or expense arising against or incurred by them in all other circumstances and to maintain insurance providing such indemnification.

(c) **Limitation of Director Liability.** A director of the Bank shall not be liable to the Bank or its shareholders for monetary damages for breach of fiduciary duty as a director, except to the extent that such exemption from liability or limitation thereof is not permitted under the Colorado Banking Code, as currently in effect or as the same may hereafter be amended. No amendment, modification or repeal of this Article VII(c) shall adversely affect any right or protection of a director that exists at the time of such amendment, modification or repeal.

ARTICLE VIII

REGISTERED AGENT AND REGISTERED OFFICE

The address of the registered office of the Bank is 7800 East Orchard Road, Suite 300, Greenwood Village, Colorado, 80111. The name of the initial registered agent of the Bank at such address is National Bank Holdings Corporation.

ARTICLE IX

AMENDMENT

The Bank reserves the right to amend or repeal any provision contained in the Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon the shareholders are granted subject to this right.