

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM533374

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ENTITY CONVERSION		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Dime Community Bank		03/07/2019	State Chartered Savings Bank: NEW YORK
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Dime Community Bank		
<b>Street Address:</b>	300 Cadman Plaza West		
<b>City:</b>	Brooklyn		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	11201		
<b>Entity Type:</b>	Commercial Bank: NEW YORK		
<b>PROPERTY NUMBERS Total: 7</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	2312770	THE DIME SAVINGS BANK OF WILLIAMSBURGH	
<b>Registration Number:</b>	4373985	DIME SINCE 1864	
<b>Registration Number:</b>	4373986	DIME SINCE 1864	
<b>Registration Number:</b>	4381496	DIME SINCE 1864	
<b>Registration Number:</b>	4736389	LENDING FOR THE WAY NEW YORKERS LIVE	
<b>Registration Number:</b>	4939532	DIME DIRECT	
<b>Serial Number:</b>	86879928	DIME COMMUNITY BANK	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	2125750671		
<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>Phone:</b>	212-790-9200		
<b>Email:</b>	Trademark@cll.com		
<b>Correspondent Name:</b>	Maryann E. Licciardi		
<b>Address Line 1:</b>	Cowan, Liebowitz & Latman, P.C.		
<b>Address Line 2:</b>	114 West 47th Street (21st Floor)		
<b>Address Line 4:</b>	New York, NEW YORK 10036-1525		
<b>NAME OF SUBMITTER:</b>	Maryann E. Licciardi		
<b>SIGNATURE:</b>	/Maryann E. Licciardi/		

OP \$190.00 2312770

<b>DATE SIGNED:</b>	07/24/2019
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**Total Attachments: 9**

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New York State  
Department of Financial Services

I, **YOLANDA FORD**, Deputy Superintendent of Banks, Community and Regional Banks, Banking Division, New York State Department of Financial Services, **DO HEREBY APPROVE** the annexed certificate entitled "AMENDED AND RESTATED ORGANIZATION CERTIFICATE OF **DIME COMMUNITY BANK** UNDER SECTION 8007 OF THE NEW YORK BANKING LAW," dated March 7, 2019, providing for the conversion of the corporation from a stock-form savings bank to a commercial bank;

And have caused the filing of said Certificate in the Office of the Superintendent of Financial Services on April 25, 2019.

Witness, my hand and official seal of the Department of Financial Services at the City of New York, this 25<sup>th</sup> day of April in the Year two thousand and nineteen.

By Yolanda Ford  
Yolanda Ford  
Deputy Superintendent of Banks  
Community and Regional Banks  
Banking Division

**AMENDED AND RESTATED ORGANIZATION CERTIFICATE**  
**OF**  
**DIME COMMUNITY BANK**  
**UNDER SECTION 8007 OF THE NEW YORK BANKING LAW**

We, the undersigned, in accordance with Section 8007 of the New York Banking Law (the "Banking Law") and as authorized by resolution of the Board of Directors of Dime Community Bank and by written consent of the sole stockholder of Dime Community Bank, do hereby certify as follows:

1. The name of the corporation is DIME COMMUNITY BANK. The name under which the corporation was originally organized was The Dime Savings Bank of Williamsburgh.
2. The corporation was originally chartered as a New York stock form savings bank upon its conversion from a federal savings bank on July 2, 2012.
3. The Organization Certificate of the corporation, as heretofore amended and restated, is hereby amended and restated to reflect the conversion of the corporation from a stock form savings bank organized pursuant to Article 6 of the Banking Law to a commercial bank organized pursuant to Article 3 of the Banking Law.

**ARTICLE I**

**NAME**

The bank is to be known as DIME COMMUNITY BANK ("Bank").

**ARTICLE II**

**PRINCIPAL OFFICE**

The place where the Bank's principal office is located is 149 Kent Avenue, Brooklyn, New York 11249.

**ARTICLE III**

**CAPITAL STOCK**

**Section 1. Amount of Capital Stock and Classification of Shares.**

The total number of shares of all classes of the capital stock that the Bank has the authority to issue is twenty-five million (25,000,000), of which twenty million (20,000,000) shall be common stock of par value of one dollar (\$1.00) per share and of which five million (5,000,000) shall be preferred stock, par value of one dollar (\$1.00) per share.

**Section 2. Issuance of Capital Stock.**

The shares may be issued from time to time as authorized by the Bank's board of directors without the approval of the Bank's shareholders, except as otherwise provided in this Article III or to the extent that such approval is required by governing law, rule or regulation. The consideration for the issuance of the shares shall be paid in full before their issuance and shall not be less than the par value. Neither promissory notes nor future services shall constitute payment or part payment for the issuance of shares of the Bank. The consideration for the shares shall be cash, tangible or intangible property (to the extent direct investment in such property would be permitted to the Bank), labor or services actually performed for the Bank, or any combination of the foregoing. In the absence of actual fraud in the transaction the value of such property, labor or services, as determined by the board of directors of the Bank, shall be conclusive. Upon payment of such consideration, such shares shall be deemed to be fully paid and nonassessable, except as provided in Section 114 of the Banking Law. In the case of a stock dividend, that part of the surplus of the Bank that is transferred to stated capital upon the issuance of shares as a share dividend shall be deemed to be the consideration for their issuance. No shares of capital stock (including shares issuable upon conversion, exchange or exercise of other securities) shall be issued, directly or indirectly, to officers, directors or controlling persons of the Bank other than as part of a general public offering or as qualifying shares to a director, unless the issuance or the plan under which they would be issued has been approved by a majority of the total votes eligible to be cast at a legal meeting of the shareholders.

**Section 3. Designations, Preferences, Privileges and Voting Powers.**

A description of the different classes and series (if any) of the Bank's capital stock and a statement of the designations, and the relative preferences, privileges and voting powers of the shares of each class of and series (if any) of capital stock are as follows:

- A. Common Stock. Except as provided in this Article III (or in any supplementary articles thereto), the holders of the Bank's common stock shall exclusively possess all voting power. Each holder of shares of common stock shall be entitled to one vote for each share held by such holder. There shall be no cumulative voting for the election of directors.

Whenever there shall have been paid, or declared and set aside for payment, to the holders of the outstanding shares of any class of stock having preference over the common stock as to the payment of dividends, the full amount of dividends and of sinking fund, retirement fund or other retirement payments, if any, to which such holders are respectively entitled in preference to the common stock, then dividends may be paid on the common stock and on any class or series of stock entitled to participate therewith as to dividends out of any assets legally available for the payment of dividends.

In the event of any liquidation, dissolution or winding up of the Bank, the holders of the common stock (and the holders of any class or series of stock entitled to participate with the common stock in the distribution of assets) shall be entitled to receive, in cash or in kind, the assets of the Bank available for distribution remaining after: (i) payment or provision for payment of the Bank's debts and liabilities; (ii) distributions or provision for distributions in settlement of its liquidation account; and (iii) distributions or provisions for distributions to holders of any class or series of stock having preference over the common stock in the liquidation, dissolution or winding up of the Bank. Each share of common stock shall have the same relative rights as and be identical in all respects with all the other shares of common stock.

B. Preferred Stock. The Bank may provide in supplementary articles to its organization certificate for one or more classes of preferred stock, which shall be separately identified. The shares of any class may be divided into and issued in series, with each series separately designated so as to distinguish the shares thereof from the shares of all other series and classes. The terms of each series shall be set forth in a supplementary article to the organization certificate. All shares of the same class shall be identical except as to the following relative rights and preferences, as to which there may be variations between different series:

- (a) the distinctive serial designation and the number of shares constituting such series;
- (b) the dividend rate or the amount of dividends to be paid on the shares of such series, the payment date or dates for such dividends, whether such dividends shall be cumulative (and, if so, cumulative from which date or dates) and whether there are participating or other special rights, if any, with respect to such dividends;
- (c) the voting powers, full or limited, if any, of the shares of such series;
- (d) whether the shares of such series shall be redeemable and, if so, the price(s) at which, and the terms and conditions on which, such shares may be redeemed;
- (e) the amount(s) payable upon the shares of such series in the event of voluntary or involuntary liquidation, dissolution or winding up of the Bank;
- (f) whether the shares of such series shall be entitled to the benefit of a sinking or retirement fund to be applied to the purchase or redemption of such shares, and, if so entitled, the amount of such fund and the manner of its application, including the price(s) at which such shares may be redeemed or purchased through the application of such fund;
- (g) whether the shares of such series shall be convertible into, or exchangeable for, shares of any other class or classes of stock of the Bank and, if so, the conversion price(s) or the rate(s) of exchange, and the adjustments thereof, if any, at which such conversion or exchange may be made, and any other terms and conditions of such conversion or exchange;
- (h) the price or other consideration for which the shares of such series shall be issued; and
- (i) whether the shares of such series that are redeemed or converted shall have the status of authorized but unissued shares of serial preferred stock and whether such shares may be reissued as shares of the same or any other series of serial preferred stock.

Each share of each series of serial preferred stock shall have the same relative rights as and be identical in all respects with all the other shares of the same series.

Subject to the approval of the New York State Superintendent of Financial Services ("Superintendent"), the Bank's board of directors shall have the authority to divide, by the adoption of supplementary organization certificate articles, any authorized class of preferred stock into series, and, within the limitations set forth in this Article III and the remainder of this organization certificate, fix and determine the relative rights and preferences of the shares of any series so established.

Prior to the issuance of any preferred shares of a series established by a supplementary organization certificate article adopted by the Bank's board of directors, the Bank shall file with the New York State Department of Financial Services a dated copy of that supplementary organization certificate article establishing and designating the series and fixing and determining the relative rights and preferences thereof, which is subject to the approval of the Superintendent.

Nothing contained in this Article III (or in any supplementary articles hereto) shall entitle the holders of any class or series of capital stock to vote as a separate class or series or to more than one vote per share; *provided*, that this restriction on voting separately by class or series shall not apply:

- (i) to any provision that would authorize the holders of preferred stock, voting as a class or series, to elect some members of the Bank's board of directors, less than a majority thereof, in the event of default in the payment of dividends on any class or series of preferred stock;
- (ii) to any provision that would require the holders of preferred stock, voting as a class or series, to approve the merger or consolidation of the Bank with another corporation or the sale, lease or conveyance (other than by mortgage or pledge) of properties or business in exchange for securities of a corporation other than the Bank if the preferred stock is exchanged for securities of such other corporation; *provided*, that no provision may require such approval for transactions undertaken with the assistance of or pursuant to the direction of the New York State Department of Financial Services or the Federal Deposit Insurance Corporation;
- (iii) to any amendment that would adversely change the specific terms of any class or series of capital stock as set forth in this Article III (or in any supplementary articles hereto), including any amendment that would create or enlarge any class or series ranking prior thereto in rights and preferences. An amendment that increases the number of authorized shares of any class or series of capital stock, or substitutes the surviving association in a merger or consolidation for the Bank, shall not be considered to be such an adverse change.

#### ARTICLE IV

##### CORPORATE EXISTENCE

The term of existence of the Bank is perpetual.

#### ARTICLE V

##### BOARD OF DIRECTORS

###### Section 1. Number of Directors.

The board of directors shall consist of between seven and 30 members, the number of directors to be determined from time to time by resolution of the board of directors.

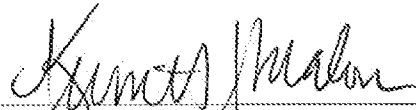
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4. This amendment and restatement of the Organization Certificate was approved by a majority of the board of directors of the Bank at a meeting held on January 24, 2019, and approved by written consent of the sole stockholder of the Bank on January 24, 2019.

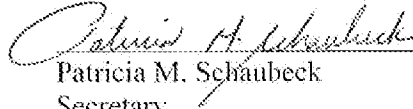
*[Signature page to follow]*



IN WITNESS WHEREOF, we have signed, verified and acknowledged this amendment/restatement to the certificate in duplicate, this 7<sup>th</sup> day of March, 2019.



\_\_\_\_\_  
Kenneth J. Mahon  
President and Chief Executive Officer



\_\_\_\_\_  
Patricia M. Schaubeck  
Secretary

VERIFICATION

State of New York     )  
  )  
County of Kings        )

On this 7<sup>th</sup> day of March, 2019, before me personally appeared Kenneth J. Mahon, known to me to be one of the persons described in and who executed the foregoing certificate, and he acknowledged to me that he executed the same.

Yvette Soto  
Notary Public

Yvette Soto  
Notary Public, State of New York  
No. 01SO5068411  
Qualified in Kings County  
Commission Expires October 28, 2022

My commission expires: \_\_\_\_\_

[SEAL]

VERIFICATION

State of New York     )  
  )  
County of Kings        )

On this 7<sup>th</sup> day of March, 2019, before me personally appeared Patricia M. Schaubeck, known to me to be one of the persons described in and who executed the foregoing certificate, and she acknowledged to me that she executed the same.

Yvette Sato

Notary Public

Yvette Sato  
Notary Public, State of New York  
No. 01S08069411  
Qualified in Kings County  
Commission Expires October 28, 2022

My commission expires: \_\_\_\_\_

[SEAL]