

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

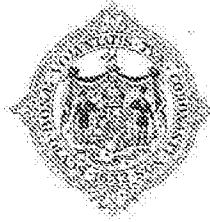
ETAS ID: TM570507

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	MERGER		
<b>EFFECTIVE DATE:</b>	04/01/2020		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Revere Bank		04/01/2020	STATE CHARTERED COMMERCIAL BANK: MARYLAND
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	SANDY SPRING BANK		
<b>Street Address:</b>	17801 Georgia Avenue		
<b>City:</b>	Olney		
<b>State/Country:</b>	MARYLAND		
<b>Postal Code:</b>	20832		
<b>Entity Type:</b>	Corporation: MARYLAND		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3747140	REVERE BANK	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	8887061173		
<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>	8888605678		
<b>Email:</b>	rkimmer@meimark.com		
<b>Correspondent Name:</b>	Robert Kimmer		
<b>Address Line 1:</b>	P.O. Box 65981		
<b>Address Line 4:</b>	Washington, D.C. 20035-5981		
<b>NAME OF SUBMITTER:</b>	Robert Kimmer, Attorney of Record - SSB		
<b>SIGNATURE:</b>	/Robert Kimmer/		
<b>DATE SIGNED:</b>	04/03/2020		
<b>Total Attachments: 11</b>			
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OP \$40.00 3747140

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State of Maryland  
Department of  
Assessments and Taxation



Larry Hogan  
Governor

Taxpayer Services

Michael L. Higgs  
Director

Date: 03/31/2020

THE CORPORATION TRUST INCORPORATED  
2405 YORK ROAD  
SUITE 201  
LUTHERVILLE TIMONIUM MD 21093-2264

THIS LETTER IS TO CONFIRM ACCEPTANCE OF THE FOLLOWING FILING:

ENTITY NAME : SANDY SPRING BANK  
DEPARTMENT ID : D06464887  
TYPE OF REQUEST : ARTICLES OF MERGER  
DATE FILED : 03-31-2020  
TIME FILED : 09:25 AM  
RECORDING FEE : \$100.00  
EXPEDITED FEE : \$70.00  
COPY FEE : \$29.00  
FILING NUMBER : 1000362012713139  
CUSTOMER ID : 0003814187  
WORK ORDER NUMBER : 0005030764

PLEASE VERIFY THE INFORMATION CONTAINED IN THIS LETTER. NOTIFY THIS DEPARTMENT  
IN WRITING IF ANY INFORMATION IS INCORRECT. INCLUDE THE CUSTOMER ID AND THE WORK  
ORDER NUMBER ON ANY INQUIRIES.

Charter Division  
Baltimore Metro Area (410) 767-1350  
Outside Metro Area (888) 246-5941

ENTITY TYPE: BANK  
STOCK: Y  
CLOSE: N  
PRINCIPAL OFFICE: 17801 GEORGIA AVE  
OLNEY MD 20832  
RESIDENT AGENT: DANIEL J. SCHRIDER  
17801 GEORGIA AVENUE  
OLNEY MD 20832

COMMENTS:

THIS AMENDMENT RECORD INDICATES THE MERGER INVOLVING THE FOLLOWING ENTITIES:

SURVIVOR:

(D06464887) SANDY SPRING BANK.

MERGED ENTITIES:

(D12036281) REVERE BANK.

EFFECTIVE DATE: APRIL 1, 2020 12:01AM

ARTICLES OF MERGER

MERGING

Revere Bank  
(a Maryland chartered commercial bank)

INTO

Sandy Spring Bank  
(a Maryland state chartered trust company with commercial banking powers)

FIRST: Revere Bank, a Maryland chartered commercial bank organized and existing under the laws of the State of Maryland, and Sandy Spring Bank, a Maryland state chartered trust company with commercial banking powers organized and existing under the laws of the State of Maryland, each agree that Revere Bank shall be merged with and into Sandy Spring Bank. The terms and conditions of the merger and the mode of carrying the same into effect are as herein set forth in these articles of merger.

SECOND: Sandy Spring Bank, a Maryland state chartered trust company with commercial banking powers organized and existing under the laws of the State of Maryland, shall be the successor entity in the merger and shall continue its corporate existence under the name Sandy Spring Bank.

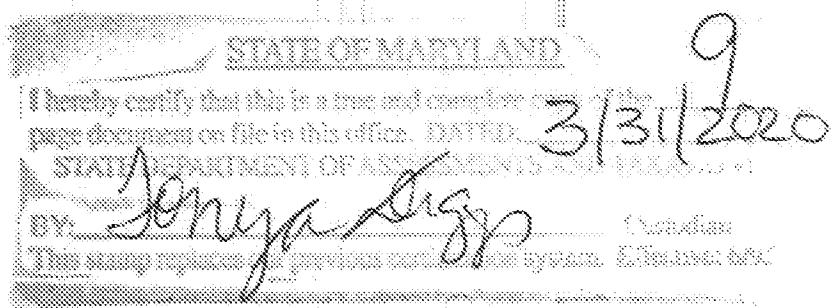
THIRD: The principal office of Sandy Spring Bank is located in Montgomery County, Maryland, and the address of the principal office is 17801 Georgia Avenue, Olney, Maryland 20832. The principal office of Revere Bank is located in Montgomery County, Maryland, and the address of the principal office is 2101 Gaither Road, 6th Floor, Rockville, Maryland 20850. Sandy Spring Bank is the only party to the merger that owns real property in the State of Maryland. Revere Bank does not own any real property in the State of Maryland.

FOURTH: No amendments to the articles of incorporation of the surviving corporation are to be effected as part of the merger.

FIFTH: The total number of shares of stock of all classes which Revere Bank has authority to issue is thirty million (30,000,000) shares, all of which are shares of common stock, par value \$5.00 per share. The aggregate par value of all the shares of all the classes of Revere Bank is \$150,000,000.

The total number of shares of stock of all classes which Sandy Spring Bank has authority to issue is five million (5,000,000) shares, consisting of five million (5,000,000) shares of common stock, par value of \$10.00 per share. The aggregate par value of all the shares of all classes of Sandy Spring Bank is \$50,000,000.

SIXTH: At the effective time of the merger, by virtue of the merger, automatically and without any action on the part of the holder thereof, each share of the common stock, par value



\$5.00 per share, of Revere Bank issued and outstanding at the effective time, other than (i) shares with respect to which a holder votes against the merger and duly and validly exercises and perfects his, her or its appraisal rights and (ii) shares of Revere Bank common stock owned or held, other than in a bona fide fiduciary or agency capacity or in satisfaction of a debt previously contracted, by Sandy Spring Bancorp, Inc., Sandy Spring Bank, Revere Bank or a subsidiary of either (the shares referenced in this clause (i), the "Excluded Shares"), shall become and be converted into the right to receive 1.05000 shares of the common stock, par value \$1.00 per share, of Sandy Spring Bancorp, Inc. As of the effective time, each Excluded Share shall be canceled and retired and shall cease to exist, and no exchange or payment shall be made with respect thereto. Notwithstanding the foregoing, no fraction of a share of Sandy Spring Bancorp, Inc. common stock and no certificates or scrip therefor will be issued in the merger; instead, Sandy Spring Bancorp, Inc. shall pay to each holder of Revere Bank common stock who would otherwise be entitled to a fraction of a share of Sandy Spring Bancorp, Inc. common stock an amount in cash, rounded to the nearest cent, determined by multiplying such fraction (rounded to the nearest thousandth) by the Parent Average Price. "Parent Average Price" means the average closing sales price per share, rounded to the nearest hundredth of a cent, of Sandy Spring Bancorp, Inc. common stock on the NASDAQ Global Select Market ("Nasdaq") for the five (5) consecutive trading days ending on (and including) the trading day immediately preceding March 31, 2020, as reported by Nasdaq. Each of the issued and outstanding shares of Sandy Spring Bank common stock shall be unaffected by the merger.

SEVENTH: The terms and conditions of the merger transaction as set forth in these articles of merger were advised, authorized and approved by each party to the articles in the manner and by the vote required by its articles of incorporation and the laws of the State of Maryland. The manner of approval was as follows:

- A. The Plan of Bank Merger between the parties to these articles setting forth the terms and conditions of the merger was declared advisable, authorized and approved on September 23, 2019, by the majority of the Board of Directors of Revere Bank in accordance with Section 3-703 of the Maryland Financial Institutions Law. At the direction of the Board of Directors, such Agreement and Plan of Merger was submitted for the consideration of the shareholders of Revere Bank, which approved the Plan of Bank Merger by two thirds of all the votes entitled to be cast on the matter, as required by Section 3-708 of the Maryland Financial Institutions Law.
- B. The Plan of Bank Merger between the parties to these articles setting forth the terms and conditions of the merger was declared advisable, authorized and approved on September 23, 2019, by the majority of the Board of Directors of Sandy Spring Bank in accordance with Section 3-703 of the Maryland Financial Institutions Law. At the direction of the Board of Directors, such Agreement and Plan of Merger was submitted for the consideration of the sole shareholder of Sandy Spring Bank, which approved the Plan of Bank Merger by its written consent, as required by Section 3-708 of the Maryland Financial Institutions Law.

EIGHTH: The effective time of the merger shall be 12:01 a.m., Eastern time, on April 1, 2020.


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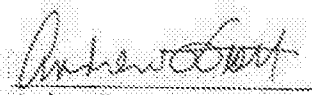
IN WITNESS WHEREOF, Revere Bank and Sandy Spring Bank, the parties to the merger, have caused these articles of merger to be signed in their respective corporate names and on their behalf by their respective authorized officers and witnessed or attested by their respective secretaries, all as of the 31st day of March, 2020.

Revere Bank

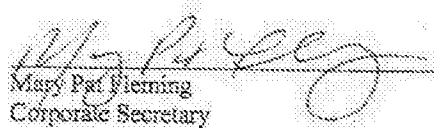
By:

  
Kenneth C. Cook  
Co-President and Co-Chief Executive Officer

By:


  
Andrew F. Flatt  
Co-President and Co-Chief Executive Officer

Attest: (Witness:)

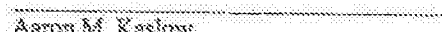
  
Mary Pat Fleming  
Corporate Secretary

Sandy Spring Bank

By:

  
Daniel J. Schrider  
President and Chief Executive Officer

Attest: (Witness:)

  
Aaron M. Kaslow  
Executive Vice President,  
General Counsel and Secretary

US2008 1665454 4



IN WITNESS WHEREOF, Revere Bank and Sandy Spring Bank, the parties to the merger, have caused these articles of merger to be signed in their respective corporate names and on their behalf by their respective authorized officers and witnessed or attested by their respective secretaries, all as of the 31st day of March, 2020.

Revere Bank

By:

\_\_\_\_\_  
Kenneth C. Cook  
Co-President and Co-Chief Executive  
Officer

By:

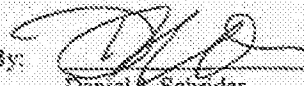
\_\_\_\_\_  
Andrew F. Flott  
Co-President and Co-Chief Executive  
Officer

Attest: (Witness:)


\_\_\_\_\_  
Mary Pat Fleming  
Corporate Secretary

Sandy Spring Bank

By:

  
\_\_\_\_\_  
Daniel S. Schrider  
President and Chief Executive Officer

Attest: (Witness:)

  
\_\_\_\_\_  
Aaron M. Kaslow  
Executive Vice President,  
General Counsel and Secretary

THE UNDERSIGNED, Co-Presidents and Co-Chief Executive Officers of Revere Bank, who executed on behalf of said corporation the foregoing Articles of Merger, of which this certificate is made a part, hereby acknowledge, in the name and on behalf of said corporation, the foregoing Articles of Merger to be the corporate act of said corporation and further certify that, to the best of their knowledge, information and belief, the matters and facts set forth therein with respect to the approval thereof are true in all material respects, under the penalties of perjury.



Kenneth C. Cook  
Co-President and Co-Chief Executive  
Officer



Andrew F. Flott  
Co-President and Co-Chief Executive  
Officer

THE UNDERSIGNED, President and Chief Executive Officer of Sandy Spring Bank, who executed on behalf of said corporation the foregoing Articles of Merger, of which this certificate is made a part, hereby acknowledges, in the name and on behalf of said corporation, the foregoing Articles of Merger to be the corporate act of said corporation and further certifies that, to the best of his knowledge, information and belief, the matters and facts set forth therein with respect to the approval thereof are true in all material respects, under the penalties of perjury.

.....  
Daniel J. Schrider  
President and Chief Executive Officer

THE UNDERSIGNED, Co-Presidents and Co-Chief Executive Officers of Revere Bank, who executed on behalf of said corporation the foregoing Articles of Merger, of which this certificate is made a part, hereby acknowledge, in the name and on behalf of said corporation, the foregoing Articles of Merger to be the corporate act of said corporation and further certify that, to the best of their knowledge, information and belief, the matters and facts set forth therein with respect to the approval thereof are true in all material respects, under the penalties of perjury.

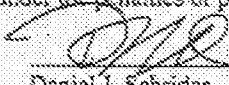
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Kenneth C. Cook  
Co-President and Co-Chief Executive  
Officer

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Andrew F. Flatt  
Co-President and Co-Chief Executive  
Officer

THE UNDERSIGNED, President and Chief Executive Officer of Sandy Spring Bank, who executed on behalf of said corporation the foregoing Articles of Merger, of which this certificate is made a part, hereby acknowledges, in the name and on behalf of said corporation, the foregoing Articles of Merger to be the corporate act of said corporation and further certifies that, to the best of his knowledge, information and belief, the matters and facts set forth therein with respect to the approval thereof are true in all material respects, under the penalties of perjury.



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Daniel J. Schneider  
President and Chief Executive Officer

CUST ID: 0003014187  
WORK ORDER: 0005030764  
DATE: 03-31-2020 08:29 AM  
AMT. PAID: \$199.00



State of Maryland  
Department of Labor  
COMMISSIONER of FINANCIAL REGULATION  
500 N. Calvert Street, Suite 402  
Baltimore, Maryland 21202

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**CERTIFICATE OF MERGER**  
**Revere Bank and Sandy Spring Bank**


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Pursuant to Financial Institutions Article § 3-709 of the Annotated Code of Maryland, the merger of Revere Bank with and into Sandy Spring Bank, as described in the Merger Application submitted to this Office on November 21, 2019, is hereby approved.

Revere Bank is a Maryland-chartered bank headquartered at 2010 Gaither Road, 6<sup>th</sup> Floor, Rockville, Maryland 20850. Sandy Spring Bank is a Maryland-chartered bank and trust company headquartered at 17801 Georgia Avenue, Olney, Maryland 20832 and a wholly-owned subsidiary of Sandy Spring Bancorp, Inc. The successor bank will be **Sandy Spring Bank**.

I hereby give my formal and complete approval of the Agreement and Plan of Merger between these constituent institutions dated September 23, 2019.

WITNESS my hand and official seal of the Office of Commissioner of Financial Regulation this 24<sup>th</sup> day of January 2020.

  
Michelle A. Denoncourt  
Assistant Commissioner

**CORPORATE CHARTER APPROVAL SHEET**  
**\*\* EXPEDITED SERVICE \*\***

**\*\* KEEP WITH DOCUMENT \*\***

DOCUMENT CODE 11 BUSINESS CODE \_\_\_\_\_

\* \_\_\_\_\_

Close \_\_\_\_\_ Stock \_\_\_\_\_ Nonstock \_\_\_\_\_

P.A. \_\_\_\_\_ Religious \_\_\_\_\_

Merging /Converting Rowan Bank (MD)

D12036281

Surviving ~~Rowan~~ Sandy Spring Bank (MD)

D06464887

Affix Barcode Label Here

Affix Text Label Here

New Name \_\_\_\_\_

**FEES REMITTED**

Base Fee:	_____	<u>100</u>
Org. & Cap. Fee:	_____	
Expedite Fee:	_____	<u>70</u>
Penalty:	_____	
State Recordation Tax:	_____	
State Transfer Tax:	_____	
<u>1</u> Certified Copies	_____	
Copy Fee:	_____	<u>29</u>
Certificates	_____	
Certificate of Status Fee:	_____	
Personal Property Filings:	_____	
NP Fund:	_____	
Other:	_____	

TOTAL FEES: 199

Credit Card \_\_\_\_\_ Check  Cash \_\_\_\_\_

\_\_\_\_\_ Documents on \_\_\_\_\_ Checks

Approved By: \_\_\_\_\_

Keyed By: \_\_\_\_\_

COMMENT(S):

*Effective Date:*  
April 1, 2020  
12:01 AM

Change of Name  
 Change of Principal Office  
 Change of Resident Agent  
 Change of Resident Agent Address  
 Resignation of Resident Agent  
 Designation of Resident Agent  
 and Resident Agent's Address  
 Change of Business Code

Adoption of Assumed Name

Other Change(s)

Code 007

Attention: \_\_\_\_\_

THE CORPORATION TRUST INCORPORATED  
 2405 YORK ROAD  
 SUITE 201  
 LUTHERVILLE TIMONIUM MD 21093-2264

Stamp Work Order and Customer Number HERE

CUST ID: 0003614187  
 WORK ORDER: 0005030764  
 DATE: 03-31-2020 09:29 AM  
 AMT. PAID: \$199.00

**CERTIFIED  
 COPY MADE**

**TRADEMARK**