

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM714413

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	06/09/2021		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
TCF FINANCIAL CORPORATION		06/09/2021	Corporation:
RECEIVING PARTY DATA			
Name:	HUNTINGTON BANCSHARES INCORPORATED		
Street Address:	41 SOUTH HIGH STREET		
City:	COLUMBUS		
State/Country:	OHIO		
Postal Code:	43287		
Entity Type:	Corporation: OHIO		
PROPERTY NUMBERS Total: 9			
Property Type	Number	Word Mark	
Registration Number:	5295375		
Registration Number:	5192101	INVENTORYENGINE	
Registration Number:	1054475	TCF	
Registration Number:	2734068	TCF	
Registration Number:	5037476	TCF	
Registration Number:	5037477	TCF	
Registration Number:	4551854	TCFIF	
Serial Number:	90018648	WHAT'S IN IT FOR WE.	
Serial Number:	90572920	TALMER BANK & TRUST	
CORRESPONDENCE DATA			
Fax Number:	5134210991		
<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:	513-369-4250		
Email:	ipdocket@porterwright.com		
Correspondent Name:	MARTIN J. MILLER		
Address Line 1:	41 SOUTH HIGH STREET		
Address Line 2:	29TH FLOOR		

CH \$240.00 5295375

Address Line 4:	COLUMBUS, OHIO 43215
ATTORNEY DOCKET NUMBER:	0374100-127790
NAME OF SUBMITTER:	MARTIN J. MILLER
SIGNATURE:	/MARTIN J. MILLER/
DATE SIGNED:	03/15/2022
Total Attachments: 7 source=TCF - Huntington Certif. of Merger#page1.tif source=TCF - Huntington Certif. of Merger#page2.tif source=TCF - Huntington Certif. of Merger#page3.tif source=TCF - Huntington Certif. of Merger#page4.tif source=TCF - Huntington Certif. of Merger#page5.tif source=TCF - Huntington Certif. of Merger#page6.tif source=TCF - Huntington Certif. of Merger#page7.tif	

**MICHIGAN DEPARTMENT OF LICENSING AND REGULATORY AFFAIRS
CORPORATIONS, SECURITIES & COMMERCIAL LICENSING BUREAU**

Date Received

JUN 8 2021

AC1

(FOR BUREAU USE ONLY)

\$1050 MC CEPAS 21060848007047

FILED

JUN 08 2021

This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.

ADMINISTRATOR
CORPORATIONS DIVISION

Name

Huntington Bancshares Incorporated c/o Jana J. Litsey, General Counsel

Address

41 South High Street

City

Columbus

State

Ohio

ZIP Code

43287

EFFECTIVE DATE: 6/9/2021

Expiration date for new assumed names: December 31,

Expiration date for transferred assumed names appear on page 2.

Document will be returned to the name and address you enter above.
If left blank, document will be returned to the registered office.

CERTIFICATE OF MERGER

**Cross Entity Merger for use by Corporations, Limited Liability Companies,
and Limited Partnerships**

Pursuant to the provisions of Act 284, Public Acts of 1972 (profit corporations), Act 162, Public Acts of 1982 (nonprofit corporations), Act 23, Public Acts of 1993 (limited liability companies) and Act 213, Public Acts of 1982 (limited partnerships), the undersigned entities execute the following Certificate of Merger:

1. The Plan of Merger (Consolidation) is as follows:

a. The name of each constituent entity and its identification number is:

Huntington Bancshares Incorporated

N/A

TCF Financial Corporation

800074193

b. The name of the constituent entity that will be the surviving (new) entity and its identification number is:

Huntington Bancshares Incorporated

N/A

Corporations and Limited Liability Companies provide the street address of the survivor's principal place of business:

41 South High Street, Columbus, Ohio 43287

2. (Complete only if a later effective date is desired other than the date of filing. The date must be no more than 90 days after the receipt of this document in this office.)

The merger (consolidation) shall be effective on the 9th day of June, 2021 at 12:01 a.m., Eastern Time

Complete for Corporations and Limited Liability Companies Only

The assumed names being transferred to continue for the remaining effective period of the Certificate of Assumed Name on file prior to the merger are:

Assumed Name

Corporation and/or
LLC Transferred from

Expiration Date

Nonsurvivor name to be used as assumed name of survivor:

Complete for Profit Corporations Only

For each constituent stock corporation, state:

Name of corporation	Designation and number of outstanding shares in each class or series	Indicate class or series of shares entitled to vote	Indicate class or series entitled to vote as a class, if any
See Exhibit A			

If the number of shares is subject to change prior to the effective date of the merger, the manner in which the change may occur is as follows: See Exhibit A

The manner and basis of converting shares are as follows:

See Exhibit B

The amendments to the Articles, or a restatement of the Articles, of the surviving corporation to be effected by the merger are as follows:

N/A - surviving corporation is not a Michigan corporation

The Plan of Merger will be furnished by the surviving profit corporation, on request and without cost, to any shareholder of any constituent profit corporation.

The merger is permitted by the state or country under whose law it is incorporated and each foreign corporation has complied with that law in effecting the merger.

(Complete either Section (a) or (b) for each corporation)

a) The Plan of Merger was approved by unanimous consent of the incorporators of _____, a Michigan corporation which has not commenced business, has not issued any shares, and has not elected a Board of Directors.

(Signature of Incorporator)

(Type or Print Name)

(Signature of Incorporator)

(Type or Print Name)

(Signature of Incorporator)

(Type or Print Name)

(Signature of Incorporator)

(Type or Print Name)

b) The plan of merger was approved by:

the Board of Directors of _____, the surviving Michigan corporation, without approval of the shareholders in accordance with Section 703a of the Act.

the Board of Directors of _____, the surviving Michigan corporation, without the vote of the shareholders and has been adopted under Section 703a(3) of the Act, and the conditions specified in that section have been satisfied.

the Board of Directors and the shareholders of the following Michigan corporation(s) in accordance with Section 703a of the Act.

TCF Financial Corporation

By _____
(Signature of Authorized Officer or Agent)

Jana J. Litsey

(Type or Print Name)

Huntington Bancshares Incorporated

(Name of Corporation)

By _____
(Signature of Authorized Officer or Agent)

David T. Provost

(Type or Print Name)

TCF Financial Corporation

TRADEMARK

Complete for Profit Corporations Only

For each constituent stock corporation, state:

Name of corporation	Designation and number of outstanding shares in each class or series	Indicate class or series of shares entitled to vote	Indicate class or series entitled to vote as a class, if any
See Exhibit A			

If the number of shares is subject to change prior to the effective date of the merger, the manner in which the change may occur is as follows: See Exhibit A

The manner and basis of converting shares are as follows:

See Exhibit B

The amendments to the Articles, or a restatement of the Articles, of the surviving corporation to be effected by the merger are as follows:

N/A - surviving corporation is not a Michigan corporation

The Plan of Merger will be furnished by the surviving profit corporation, on request and without cost, to any shareholder of any constituent profit corporation.

The merger is permitted by the state or country under whose law it is incorporated and each foreign corporation has complied with that law in effecting the merger.

(Complete either Section (a) or (b) for each corporation)

a) The Plan of Merger was approved by unanimous consent of the incorporators of _____, a Michigan corporation which has not commenced business, has not issued any shares, and has not elected a Board of Directors.

_____ (Signature of Incorporator)	_____ (Type or Print Name)	_____ (Signature of Incorporator)	_____ (Type or Print Name)
_____ (Signature of Incorporator)	_____ (Type or Print Name)	_____ (Signature of Incorporator)	_____ (Type or Print Name)

b) The plan of merger was approved by:

the Board of Directors of _____, the surviving Michigan corporation, without approval of the shareholders in accordance with Section 703a of the Act.

the Board of Directors of _____, the surviving Michigan corporation, without the vote of the shareholders and has been adopted under Section 703a(3) of the Act, and the conditions specified in that section have been satisfied.

the Board of Directors and the shareholders of the following Michigan corporation(s) in accordance with Section 703a of the Act.

TCF Financial Corporation

By _____
(Signature of Authorized Officer or Agent)

Jana J. Litsey
(Type or Print Name)

Huntington Bancshares Incorporated
(Name of Corporation)

By _____
(Signature of Authorized Officer or Agent)

David T. Provost
(Type or Print Name)

TCF Financial Corporation
(Name of Corporation)

Exhibit A

Name of corporation	Designation and number of outstanding shares in each class or series	Indicate class or series of shares entitled to vote	Indicate class or series entitled to vote as a class, if any
Huntington Bancshares Incorporated	<ol style="list-style-type: none"> 1. Common Stock, par value \$0.01 per share: 1,020,746,293 shares (as of May 31, 2021) 2. Floating Rate Series B Non-Cumulative Perpetual Preferred Stock, par value \$0.01 per share: 35,500 shares 3. 5.875% Series C Non-Cumulative Perpetual Preferred Stock, par value \$0.01 per share: 100,000 shares 4. 6.250% Series D Non-Cumulative Perpetual Preferred Stock, par value \$0.01 per share: 600,000 shares 5. 5.700% Series E Fixed-to-Floating Rate Non-Cumulative Perpetual Preferred Stock, par value \$0.01 per share: 5,000 shares 6. 5.625% Series F Non-Cumulative Perpetual Preferred Stock, par value \$0.01 per share: 5,000 shares 7. 4.450% Series G Non-Cumulative Perpetual Preferred Stock, par value \$0.01 per share: 5,000 shares 8. 4.500% Series H Non-Cumulative Perpetual Preferred Stock, par value \$0.01 per share: 500,000 shares 9. 5.700% Series I Non-Cumulative Perpetual Preferred Stock, par value \$0.01 per share: 0 shares 	Common Stock, par value \$0.01 per share	None
TCF Financial Corporation	<ol style="list-style-type: none"> 1. Common stock, par value \$1.00 per share: 152,809,976 shares (as of May 31, 2021) 2. 5.70% Series C Non-Cumulative Perpetual Preferred Stock, without par value: 7,000 shares 	Common stock, par value \$1.00 per share	None

If the number of shares is subject to change prior to the effective date of the merger, the manner in which the change may occur is as follows:

- Without the prior written consent of TCF Financial Corporation (“TCF”), Huntington Bancshares Incorporated (“Huntington”) may issue additional shares of its capital stock.

- Without the prior written consent of Huntington, TCF may issue additional shares of TCF Common Stock, par value \$1.00 per share, upon the exercise, vesting or settlement of any TCF equity awards. Any other issuance of TCF capital stock before the effective date of the merger requires Huntington's prior written consent.

Exhibit B

1. Common Stock. Each share of the common stock, par value \$1.00 per share, of TCF Financial Corporation ("TCF") issued and outstanding immediately prior to the effective time of the merger ("TCF Common Stock"), except for shares of TCF Common Stock owned by TCF or Huntington Bancshares Incorporated ("Huntington") (in each case other than shares of TCF Common Stock (i) held in any TCF benefit plans or related trust accounts, managed accounts, mutual funds and the like, or otherwise held in a fiduciary or agency capacity and (ii) held, directly or indirectly, in respect of debts previously contracted (collectively, the "Exception Shares")), will be cancelled and will cease to exist and will be converted into the right to receive, without interest, 3.0028 shares of the common stock, par value \$0.01 per share, of Huntington (the "Huntington Common Stock").

All shares of TCF Common Stock that are owned by TCF or Huntington (in each case other than the Exception Shares) immediately prior to the effective time of the merger will be cancelled and will cease to exist.

Each share of Huntington Common Stock issued and outstanding immediately prior to the effective time of the merger will remain issued and outstanding and will not be affected by the merger.

2. Preferred Stock. Each share of 5.70% Series C Non-Cumulative Perpetual Preferred Stock, no par value, of TCF issued and outstanding immediately prior to the effective time of the merger will be cancelled and will cease to exist and will be converted into the right to receive a share of 5.70% Series I Non-Cumulative Perpetual Preferred Stock, par value \$0.01 per share, of Huntington.