

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM727538

SUBMISSION TYPE:	RESUBMISSION
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	02/05/2022
RESUBMIT DOCUMENT ID:	900674867

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Howard Bank		02/03/2022	Chartered Bank: MARYLAND

RECEIVING PARTY DATA

Name:	First National Bank of Pennsylvania
Street Address:	166 Main Street
City:	Greenville
State/Country:	PENNSYLVANIA
Postal Code:	16125
Entity Type:	Chartered Bank: PENNSYLVANIA

PROPERTY NUMBERS Total: 2

Property Type	Number	Word Mark
Registration Number:	3021581	H HOWARD BANK
Registration Number:	2972433	HOWARD BANK

CORRESPONDENCE DATA

Fax Number: 2392610057

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.

Phone: 239-262-1001

Email: usptomail@whitelawfirm.com

Correspondent Name: Jennifer Whitelaw

Address Line 1: 3838 Tamiami Trail North, Ste 310

Address Line 2: WHITELAW LEGAL GROUP

Address Line 4: Naples, FLORIDA 34103

NAME OF SUBMITTER:	Jennifer Whitelaw
SIGNATURE:	/Jennifer Whitelaw/
DATE SIGNED:	05/12/2022

Total Attachments: 8

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ARTICLES OF MERGER

between

FIRST NATIONAL BANK OF PENNSYLVANIA

(a national banking association)

and

HOWARD BANK

(a Maryland chartered trust company)

First National Bank of Pennsylvania, a national banking association organized and existing under the laws of United States of America, and Howard Bank, a Maryland chartered trust company organized and existing under the laws of the State of Maryland, do hereby certify that:

FIRST: First National Bank of Pennsylvania and Howard Bank agree to merge pursuant to the terms of the Agreement and Plan of Merger, dated July 12, 2021, by and between First National Bank of Pennsylvania and Howard Bank (the "Bank Merger Agreement"). Capitalized terms that are not defined herein shall have the meanings set forth in the Bank Merger Agreement.

SECOND: First National Bank of Pennsylvania, formed in 1864, is a national banking association organized under the National Bank Act and regulated by the Office of the Comptroller of the Currency. Howard Bank was incorporated on March 8, 2004 as a Maryland chartered trust company. First National Bank of Pennsylvania shall survive the merger as the successor corporation and shall continue under the name "First National Bank of Pennsylvania" as a national banking association.

THIRD: First National Bank of Pennsylvania has its principal office in the Commonwealth of Pennsylvania in the County of Allegheny at One North Shore Center, 12 Federal Street, Pittsburgh, Pennsylvania 15212. Howard Bank has its principal office in the State of Maryland in the County of Baltimore City at 3301 Boston Street, Baltimore, Maryland 21224. First National Bank of Pennsylvania owns an interest in land in the State of Maryland in the following counties: Baltimore and Howard. Howard Bank owns an interest in land in the State of Maryland in the following counties: Baltimore, Cecil, and Harford.

FOURTH: The terms and conditions of the transaction set forth in these Articles were advised, authorized and approved by each party to these Articles in the manner and by the vote required by its respective Articles of Incorporation and the laws of the state of its incorporation. The manner of approval was as follows:

(a) The Executive Committee of the Board of Directors of First National Bank of Pennsylvania at a meeting held on July 7, 2021, adopted resolutions that declared

that the proposed merger was advisable and approved the proposed merger on substantially the terms and conditions set forth or referred to in the resolutions.

(b) The sole stockholder and parent corporation of First National Bank of Pennsylvania, F.N.B. Corporation, approved the merger on July 7, 2021, by resolutions unanimously adopted by the Executive Committee of the Board of Directors of F.N.B. Corporation.

(c) The Board of Directors of Howard Bank at a meeting held on July 12, 2021, adopted resolutions that declared that the proposed merger was advisable and approved the proposed merger on substantially the terms and conditions set forth or referred to in the resolutions.

(d) The sole stockholder and parent corporation of Howard Bank, Howard Bancorp, Inc., approved the merger by written consent pursuant to Section 2-505 of the Maryland General Corporation Law.

(e) The merger was approved by the Office of Commissioner of Financial Regulation of Maryland in an Approval Letter dated October 20, 2021, a copy of which is attached hereto.

FIFTH: No amendment to the Articles of Incorporation of First National Bank of Pennsylvania is to be effected as a part of the merger.

SIXTH: The total number of shares of stock of all classes which First National Bank of Pennsylvania and Howard Bank, respectively, have authority to issue, and the par value of the shares of each class which First National Bank of Pennsylvania and Howard Bank, respectively, have authority to issue, are as follows:

(a) The total number of shares of stock of all classes that First National Bank of Pennsylvania has authority to issue is 2,000,000 shares, 1,500,000 shares of which are classified as common stock (par value \$0.01 per share) ("First National Bank of Pennsylvania Common Stock") and 500,000 shares of which are classified as preferred stock (par value \$0.01 per share). The aggregate par value of all the shares of stock of all classes of First National Bank of Pennsylvania is \$20,000.

(b) The total number of shares of stock of all classes that Howard Bank has authority to issue is 10,000,000 shares, 5,000,000 shares of which are classified as common stock (par value \$10.00 per share) ("Howard Bank Common Stock") and 5,000,000 shares of which are classified as preferred stock (par value \$10.00 per share). The aggregate par value of all the shares of stock of all classes of Howard Bank is \$100,000,000.

SEVENTH: The merger does not change the authorized stock of First National Bank of Pennsylvania.

EIGHTH: Pursuant to the Bank Merger Agreement, the manner and basis of converting the issued and outstanding shares of Howard Bank Common Stock into issued and outstanding shares of First National Bank of Pennsylvania Common Stock and other consideration and the manner of dealing with any issued stock of Howard Bank not to be so converted or exchanged shall be as follows:

At the effective time of the merger (as specified in Article NINTH hereof), by virtue of the merger:

1. All outstanding shares of First National Bank of Pennsylvania Common Stock will continue unchanged as outstanding shares.
2. Each share of Howard Bank capital stock issued and outstanding immediately prior to the effective time of the merger (as specified in Article NINTH hereof), other than any shares of Howard Bank capital stock held in the treasury, shall, by virtue of the merger, no longer be outstanding and as of the effective time of the merger (as specified in Article NINTH hereof) shall be canceled.

NINTH: The merger shall become effective at 12:01 a.m., Eastern Time, on February 5, 2022.

TENTH: The name and address of the resident agent for First National Bank of Pennsylvania in the Commonwealth of Pennsylvania is First National Bank of Pennsylvania Corporation, One North Shore Center, 12 Federal Street, Pittsburgh, Pennsylvania 15212.

IN WITNESS WHEREOF, these Articles of Merger are hereby signed for and on behalf of First National Bank of Pennsylvania Corporation (a national banking association) by its President and Chief Executive Officer, who does hereby acknowledge that said Articles of Merger are the act of said corporation, and who does hereby state under the penalties for perjury that the matters and facts set forth herein with respect to authorization and approval of said merger are true in all material respects to the best of his knowledge, information, and belief.

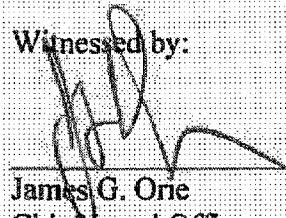
DATE: February 3, 2022

**FIRST NATIONAL BANK OF
PENNSYLVANIA**
(a national banking association)



Vincent J. Delie, Jr.
President and Chief Executive Officer

Witnessed by:



James G. Orie
Chief Legal Officer and Corporate Secretary

IN WITNESS WHEREOF, these Articles of Merger are hereby signed for and on behalf of Howard Bank (a Maryland chartered trust company) by its President and Chief Executive Officer, who does hereby acknowledge that said Articles of Merger are the act of said corporation, and who does hereby state under the penalties for perjury that the matters and facts set forth herein with respect to authorization and approval of said merger are true in all material respects to the best of her knowledge, information, and belief.

DATE: February 3, 2022

HOWARD BANK

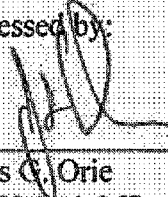
(a Maryland chartered trust company)



Vincent J. Delie, Jr.

President and Chief Executive Officer

Witnessed by:



James C. Orie

Chief Legal Officer and Corporate Secretary

CUST ID: 0003887382
WORK ORDER: 0005103957
DATE: 02-04-2022 03:31 PM
AMT. PAID: \$1,923.00