

05-03-2001

TRADEMARKS ONLY

COMM/TM-104US



and Trademarks. Please record the attached original documents or copy thereof.

101700710

Community Bankshares, Inc.

4-19-01

- Individual(s)
- General Partnership
- Corporation-State New Hampshire
- Other
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: August 29, 1997

2. Name and address of receiving party(ies):

Name: CFX Corporation

Internal Address:

Street Address:

City Keene State NH ZIP

- Individual(s) citizenship APR 19 2001
- Association
- General Partnership
- Limited Partnership
- Corporation-State New Hampshire
- Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designation must be a separate document from Assignment)

Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark registration No.(s) 2,073,550

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Teresa C. Tucker

HAYES, SOLOWAY, HENNESSEY, GROSSMAN & HAGE

Internal Address:

Street Address: 175 Canal Street

City: Manchester State: NH ZIP 03101

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41): \$ 40.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number: 08-1391

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Teresa C. Tucker

Name of Person Signing

Teresa C. Tucker

Signature

April 17, 2001

Date

Total number of pages comprising cover sheet: 7

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project, (0651-0011), Washington, D.C. 20503

State of New Hampshire
Department of State

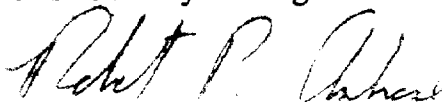
CERTIFICATE OF MERGER
OF DOMESTIC CORPORATIONS
INTO

CFX CORPORATION

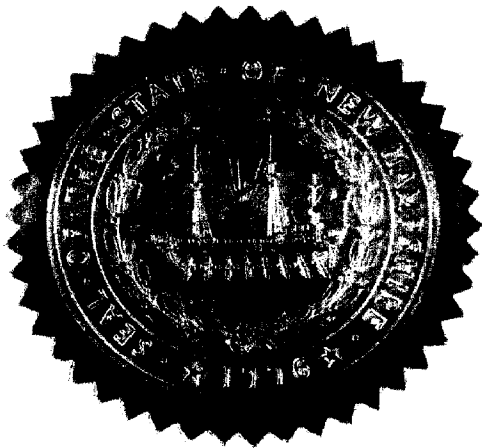
The undersigned, as Deputy Secretary of State of the State of New Hampshire, hereby certifies that Articles of Merger of COMMUNITY BANKSHARES, INC., A DOMESTIC CORPORATION, into CFX CORPORATION, A DOMESTIC CORPORATION, duly signed pursuant to the provisions of the New Hampshire Business Corporation Act, have been received in this office.

ACCORDINGLY the undersigned, as such Deputy Secretary of State, and by virtue of the authority vested in him by law, hereby issues this Certificate of Merger of COMMUNITY BANKSHARES, INC. into CFX CORPORATION, and attaches hereto a copy of the Articles of Merger.

IN TESTIMONY WHEREOF, I hereto
set my hand and cause to be affixed
the Seal of the State of New Hampshire,
this 29th day of August A.D. 1997



Robert P. Ambrose
Deputy Secretary of State



Filing fee: \$ 35.00
Use black print or type.
Leave 1" margins both sides.

Form No. 21
RSA 293-A:11.05

FILED
EFFECTIVE @ 5:59 PM EE
AUG 29 1997
WILLIAM R. GARDNER
NEW HAMPSHIRE
SECRETARY OF STATE

ARTICLES OF MERGER OF DOMESTIC CORPORATIONS
CFX CORPORATION
(Surviving Corporation)

PURSUANT TO THE PROVISIONS OF THE NEW HAMPSHIRE BUSINESS CORPORATION ACT, THE UNDERSIGNED CORPORATIONS ADOPT THE FOLLOWING ARTICLES OF MERGER FOR THE PURPOSE OF MERGING THEM INTO ONE OF SUCH CORPORATIONS:

FIRST: The plan of merger was approved by of each of the undersigned corporations in the manner prescribed by the New Hampshire Business Corporation Act. THE PLAN OF MERGER IS ATTACHED:

Name of the Corporation CFX Corporation

- (Check one) A. Shareholder approval was not required.
 B. Shareholder approval was required.

Designation (class or series of <u>voting group</u>	No. of shares <u>outstanding</u>	Total no. of votes entitled <u>to be cast</u>	Total no. of votes cast <u>FOR</u> <u>AGAINST</u>	<u>OR</u>	Total no. of undisputed votes <u>FOR</u>
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This is a subsidiary merger - no shareholder approval required.

Name of the Corporation Community Bankshares, Inc.

- (Check one) A. Shareholder approval was not required.
 B. Shareholder approval was required.

Designation (class or series of <u>voting group</u>)	No. of shares <u>outstanding</u> <u>votes FOR</u>	Total no. of votes entitled <u>to be cast</u>	Total no. of votes cast <u>FOR</u> <u>AGAINST</u>	<u>OR</u> Total no. of undisputed
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This is a subsidiary merger - no shareholder approval required.

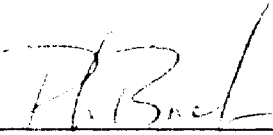
SECOND: The number of votes cast for the plan by each voting group was sufficient for approval by each voting group. This is a subsidiary merger - no shareholder approval required.

THIRD: The aggregate number of shares, which the surviving corporation has authority to issue as a result of the merger is: 3,000,000 shares of \$1.00 par value preferred stock and 50,000,000 shares of \$.66 $\frac{2}{3}$ par value common stock.

FOURTH: The effective date and time of these Articles of Merger is August 29, 1997 immediately following the effectiveness of the Articles of Share Exchange between CFX Corporation and Community Bankshares, Inc. being filed contemporaneously herewith.

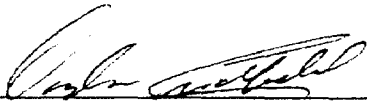
Dated August 29, 1997

CFX Corporation

By: 
Signature of its President

Peter J. Baxter
Print or type name

Community Bankshares, Inc.


Signature of its President

Douglas Crichfield
Print or type name

- Notes:
1. All sections under "B." must be completed. If any voting group is entitled to vote separately, give respective information for each voting group. (See RSA 293-A:1.40 for definition of voting group.)
 2. Exact corporate names of respective corporations executing the Articles.
 3. Signature and title of person signing for the corporation. Must be signed by Chairman of the Board of Directors, President or other officer; or see RSA 293-A:1.20(f) for alternative signatures.

Mail fee and ORIGINAL and ONE EXACT OR CONFORMED COPY to: Secretary of State, Rm. 204, State House, 107 No. Main St., Concord, NH 03301-4989

**ATTACHMENT TO ARTICLES OF MERGER OF DOMESTIC CORPORATIONS
CFX CORPORATION**

PLAN OF MERGER

1. Merger. CFX Corporation, a New Hampshire corporation ("CFX Corporation") owns all of the outstanding capital stock of Community Bankshares, Inc., a New Hampshire corporation ("Sub") and desires to merge Sub with and into CFX Corporation, which shall be the surviving corporation and which shall continue to exist as the surviving corporation (sometimes hereinafter referred to as the "Surviving Corporation") under the name "CFX Corporation", to be governed by the provisions of the general corporation laws of the State of New Hampshire. The separate existence of Sub (sometimes hereinafter referred to as the "Terminating Corporation") shall cease on the Effective Date, in accordance with the provisions of the general corporation laws of the State of New Hampshire.

2. Articles of Incorporation. CFX Corporation Articles of Incorporation, as amended and as in force and effect immediately prior to the Effective Date, shall be the Articles of Incorporation of the Surviving Corporation and shall continue in full force and effect until altered, amended or changed in the manner prescribed by the provisions of the general corporation laws of the State of New Hampshire.

3. By-Laws. The By-Laws of CFX Corporation as in force and effect immediately prior to the Effective Date, shall be the By-Laws of the Surviving Corporation and shall continue in full force and effect until altered, amended or changed as therein provided and in the manner prescribed by the provisions of the general corporation laws of the State of New Hampshire.

4. Purposes. The Surviving Corporation is empowered to transact any and all lawful business for which corporations may be incorporated under RSA 293-A and the principal purposes for which the Surviving Corporation is organized shall be the same as set forth in CFX Corporation's Articles of Incorporation, as amended.

5. Cancellation of Shares. As of the Effective Date and by virtue of the merger and without any action on the part of the sole shareholder of the Terminating Corporation, each issued and outstanding share of capital stock of the Terminating Corporation shall be canceled.

6. Effective Date. The Articles of Merger will be executed and filed in accordance with the general corporation laws of the State of New Hampshire, at such time as is directed by the President of CFX Corporation.

7. Effect of Merger. Upon the Effective Date of the merger, the Surviving Corporation shall possess all the rights, privileges, power and franchises of a public as well as of a private nature of the Terminating Corporation and the Surviving Corporation; all property, real, personal and mixed, and all debts due on whatever account, including subscriptions to shares and all other choses in action belonging to or due to the Terminating Corporation shall be taken and deemed to be transferred to and vested in the Surviving Corporation without further act or deed; title to any real estate, or any interest in real estate, vested in the Terminating Corporation shall not revert or be in any way impaired by reason of the merger; the Surviving Corporation shall then be liable for all the liabilities and obligations of the Terminating Corporation; any claim existing or action or proceeding pending by or against the Terminating Corporation may be prosecuted as if the merger had not taken place, and neither the rights of creditors nor any liens upon the property of the Terminating Corporation shall be impaired by the merger.

8. Further Acts. CFX Corporation and Sub will cause to be executed and filed or recorded any document prescribed by the laws of the State of New Hampshire and will cause to be performed all necessary acts within such State and elsewhere to effectuate the merger. The directors and the proper officers of CFX Corporation and Sub, are authorized, empowered and directed to do any and all acts and things, and to make, execute, deliver, file or record any and all instruments, papers and documents which shall be or become necessary, proper or convenient to carry out or put into effect the merger.