

05-03-2001

RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

Patent and Trademark Office

COMM/TM-104US



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

101700711

CFX Corporation

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: March 31, 1998

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

A. Trademark Application No.(s)

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

Peoples Heritage Financial  
Name: Group, Inc.

Internal Address: APR 19 2001

Street Address: One Portland Square

City Portland State ME ZIP 04112

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Maine
- 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

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

Signature

April 17, 2001

Date

Total number of pages comprising cover sheet: 5

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



OFFICE OF THE SUPERINTENDENT  
 OF BANKS AND SAVINGS INSTITUTIONS  
 DEPARTMENT OF REVENUE  
 STATE OF MAINE  
 100 WATER STREET  
 PORTLAND, MAINE 04101

GK8810 PG328  
**023249**


APR 10 1998

RECEIVED

**CERTIFICATION**

I hereby certify the attached "ORDER APPROVING APPLICATION OF PEOPLES HERITAGE FINANCIAL GROUP, PORTLAND, MAINE TO ACQUIRE BY MERGER CFX CORPORATION, KEENE, NEW HAMPSHIRE" dated March 12, 1998 is a true copy of the document consisting of three (3) pages contained in the files of the Bureau of Banking. This merger was effective March 31, 1998.



  
 \_\_\_\_\_  
 H. Donald DeMatteis  
 Superintendent

Gardiner, Maine  
 April 7, 1998



**BUREAU OF BANKING**  
**Department of Professional and Financial Regulation**  
**State of Maine**



**ORDER APPROVING**  
**APPLICATION OF**  
**PEOPLES HERITAGE FINANCIAL GROUP, PORTLAND, MAINE**  
**TO ACQUIRE BY MERGER**  
**CFX CORPORATION, KEENE, NEW HAMPSHIRE**

**Peoples Heritage Financial Group**, Portland, Maine ("PHFG") applied to the Superintendent of the Maine Bureau of Banking ("the Superintendent"), pursuant to 9-B M.R.S.A. Chapter 101, to acquire by merger 100% of the stock of **CFX Corporation**, Keene, New Hampshire ("CFX").

The application was accepted for processing on December 18, 1997. Public notice, as required by Title 9-B M.R.S.A. 252.2(B), was provided by publication and mail to interested parties affording them an opportunity to submit written comments or request a hearing. No comments were received by the Bureau during the thirty day public comment period ending January 22, 1998.

A principal bank examiner of the Maine Bureau of Banking conducted an investigation of this transaction. All evidence and pertinent material which were considered by the examiner were also considered by the Superintendent in reaching his decision.

PHFG is a Maine-chartered, registered multi-bank holding company owning Peoples Heritage Savings Bank ("PHSB"), a \$3.0 billion asset Maine chartered bank operating 74 offices throughout Maine; Bank of New Hampshire ("BNH"), a \$2.0 billion asset New Hampshire chartered commercial bank operating 46 offices throughout New Hampshire; and Family Bank, FSB ("Family"), a \$1.1 billion asset federally chartered savings bank operating 18 offices in northern Massachusetts and four offices in southern New Hampshire.

**Order Approving Application of  
Peoples Heritage Financial Group, Portland, Maine  
to Acquire by Merger  
CFX Corporation, Keene, New Hampshire  
Page 2**

---

CFX is a New Hampshire registered multi-bank holding company operating through CFX Bank, a \$2.4 billion asset New Hampshire savings bank operating 43 offices in New Hampshire; Safety Fund National Bank, a \$349 million asset national bank with 11 offices in north-central Massachusetts; and Orange Savings Bank, a \$89 million asset Massachusetts chartered savings bank with two offices in central Massachusetts. Simultaneous with the holding company merger (CFX with and into PHFG), CFX Bank will merge with and into BNH and Safety Fund National Bank and Orange Savings Bank will merge with and into Family.

PHFG and CFX compete directly in five banking markets, as defined by the Federal Reserve Bank of Boston.<sup>1</sup> In three of the markets, the proposal would have exceeded the guidelines utilized by the United States Department of Justice ("DOJ") in analyzing the competitive impact of bank mergers.<sup>2</sup> However, to mitigate the potential anti-competitive effects of the proposed merger, PHFG has committed to divest one branch in Hillsborough, two branches in Concord and two branches in Manchester. The five branches to be divested held total deposits of \$169 million as of January 31, 1998; PHFG will also divest loans of approximately \$76 million. In light of the divestiture, consummation of this proposal would not have a significantly adverse effect on competition.

The financial and managerial resources of PHFG and CFX are satisfactory and the future prospects of both institutions, individually and combined, are considered satisfactory. However, both institutions were also mindful of the trends of increasing competition and consolidation in the financial services industry. A combined PHFG/CFX is expected to be a much stronger competitor, benefiting from a larger capital base, a larger market share, and increased efficiencies produced by consolidation of operations and economies of scale. Customers of CFX should benefit from a broader range of banking and financial-related services and products and from an extended branch network with expanded days and hours of operation.

---

<sup>1</sup> The five markets are Boston, Concord, Hillsborough, Manchester and Portsmouth; the latter four are located in New Hampshire.

<sup>2</sup> The Herfindahl-Hirschman Index ("HHI") is a statistical measure of concentration based on market deposits (in analyzing bank mergers). Generally, the DOJ does not conduct a full investigation unless the post-merger HHI exceeds 1,800 and the HHI increase is at least 200.

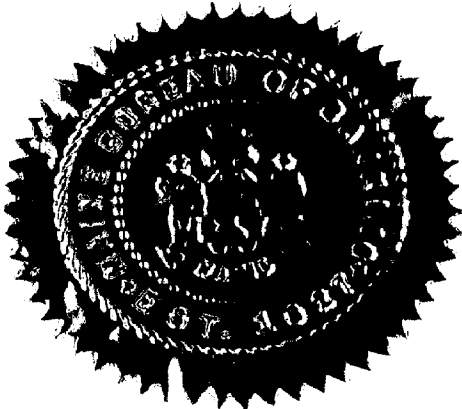
**Order Approving Application of  
Peoples Heritage Financial Group, Portland, Maine  
to Acquire by Merger  
CFX Corporation, Keene, New Hampshire  
Page 3**


The terms and conditions of the transaction appear equitable to all parties. The proposed merger should contribute to the strength of PHFG and to the banking needs of northern New England. Therefore, the application of Peoples Heritage Financial Group to acquire CFX Corporation is approved. The transaction shall be completed within one year of the effective date of this Order, unless a written extension is granted by the Superintendent.

PHFG has requested a partial waiver of the thirty-day waiting period so that this transaction may be consummated the close of business March 31, 1998. They have cited bona fide business reasons, relating to the multiple deposit and loan conversions involved in the transaction, staff turnover at CFX, and deposit and loan runoff. In view of the fact that no comments were received during the public comment period and the waiting period will still have 14 business days, the request for a partial waiver is granted and the transaction may be consummated the close of business March 31, 1998.

Any person aggrieved by this Order shall be entitled to a judicial review of the Order in accordance with the Maine Administrative Procedure Act, Title 5, Chapter 375, subchapter VII.

By order of the Superintendent, effective close of business March 31, 1998.




  
H. Donald DeMatteis  
Superintendent

Gardiner, Maine  
March 12, 1998

RECEIVED YORK S.C.

1998 MAY 26 A 9 51

  
H. DONALD DEMATTEIS  
SUPERINTENDENT