

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	10/01/2004

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
National Commerce Financial Corporation	FORMERLY National Commerce Bancorporation	11/07/2005	CORPORATION: TENNESSEE

**RECEIVING PARTY DATA**

Name:	SunTrust Banks, Inc.
Street Address:	200 South Orange Avenue
Internal Address:	Mail Code 1093
City:	Orlando
State/Country:	FLORIDA
Postal Code:	32801
Entity Type:	CORPORATION: GEORGIA

**PROPERTY NUMBERS Total: 8**

Property Type	Number	Word Mark
Registration Number:	1299871	CENTRAL CAROLINA BANK
Registration Number:	1291474	CCB
Registration Number:	2872448	NATIONAL COMMERCE FINANCIAL
Registration Number:	2865594	NATIONAL COMMERCE FINANCIAL
Registration Number:	2557842	BANKER\$MART
Registration Number:	2541399	BANKERSMART
Registration Number:	2541368	BANK MARKET REWARDS PROGRAM
Registration Number:	2541366	BANK MARKET REWARDS

**CORRESPONDENCE DATA**

Fax Number: (407)237-4797  
 Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

OP \$215.00 1299871

Phone: (407) 237-4874  
Email: lynn.nelson@suntrust.com  
Correspondent Name: Lynn F. Nelson  
Address Line 1: 200 South Orange Avenue  
Address Line 2: Mail Code 1093  
Address Line 4: Orlando, FLORIDA 32801

NAME OF SUBMITTER:	Michelle L. Allen
Signature:	/michelle l allen/
Date:	11/09/2005

**Total Attachments: 7**

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## ASSIGNMENT OF TRADEMARK

WHEREAS, National Commerce Financial Corporation formerly known as National Commerce Bancorporation, a Tennessee corporation ("Assignor"), having a place of business at One Commerce Square, Memphis, Tennessee 38150, has adopted, used and is using the marks, and is the owner of the registrations and pending applications therefor in the United States Patent and Trademark Office set forth in Exhibit A (the "Marks");

WHEREAS, SunTrust Banks, Inc., a Georgia corporation ("Assignee"), having a place of business at 200 S. Orange Avenue, Mail Code 1093, Orlando, Florida 32801, is desirous of acquiring the Marks, registrations and pending applications set for in Exhibit A hereto;

NOW, THEREFORE, for good and valuable consideration, by Assignee to Assignor, the receipt and sufficiency of which are hereby acknowledged, Assignor agrees as follows:

1. Assignment. Assignor hereby assigns to Assignee all right, title and interest in and to the Marks for the United States of America, together with the registrations thereof identified on Exhibit A hereto, the goodwill of the business connected with the use of and symbolized by the Marks, all rights of recovery based on infringement, dilution (or analogous violation) or other unauthorized use of the Marks, and all other rights to be held and enjoyed by the Assignee, its successors and assigns relating to the Marks and the registration thereof.


2. Recording and Future Maintenance. Assignor hereby authorizes Assignee, at Assignee's expense, to request the United States Patent and Trademark Office to record Assignee as the assignee and owner of the Marks and the registrations thereof shown on Exhibit A. As the owner of the Marks, Assignee shall have the sole responsibility for all future maintenance actions regarding the registration of the Marks.

3. Further Assurances. At any time and from time to time and on and after the date of this Assignment, Assignor shall, at the request of the Assignee, (i) execute and deliver to Assignee such documents and (ii) take or cause to be taken such actions, as Assignee may reasonably deem necessary or desirable for Assignee to obtain the full benefits of this Assignment and the transactions contemplated hereby.

This assignment is effective as of November 3, 2005.

National Commerce Financial Corporation,  
formerly known as National Commerce  
Bancorporation, now known as SunTrust  
Banks, Inc.

Date: 11/07/05

By:   
Lynn F. Nelson, Vice President

STATE OF FLORIDA  
COUNTY OF ORANGE

On this 7<sup>th</sup> day of November, 2005, before me appeared Lynn F. Nelson,  
Vice President, the person who signed this instrument, who acknowledged that he/she signed it  
as a free act on behalf of the identified corporation with authority to do so.

  
Notary Public Michelle L. Allen  
My Commission Expires: \_\_\_\_\_  
(SEAL)



Michelle L. Allen  
My Commission DC328407  
Expires June 15, 2008

**EXHIBIT "A"**

Mark:	CENTRAL CAROLINA BANK
Application number:	73431828
Filing date:	June 24, 1983
Registration number:	1299871
Issue date:	October 9, 1984
Mark:	CCB
Application number:	73431827
Filing date:	June 24, 1983
Registration number:	1291474
Issue date:	August 21, 1984
Mark:	NATIONAL COMMERCE FINANCIAL
Application number:	76976737
Filing date:	March 24, 2001
Registration number:	2872448
Issue date:	August 10, 2004
Mark:	NATIONAL COMMERCE FINANCIAL
Application number:	76976706
Filing date:	May 12, 2001
Registration number:	2865594
Issue date:	July 20, 2004
Mark:	BANKERSMART
Application number:	75910951
Filing date:	February 4, 2000
Registration number:	2557842
Issue date:	April 9, 2002
Mark:	BANKERSMART
Application number:	75909585
Filing date:	February 4, 2000
Registration number:	2541399
Issue date:	February 19, 2001
Mark:	BANK MARKET REWARD PROGRAM
Application number:	75891678
Filing date:	January 7, 2000
Registration number:	2541368
Issue date:	February 19, 2002
Mark:	BANK MARKET REWARDS
Application number:	75890789
Filing date:	January 7, 2000
Registration number:	2541366
Issue date:	February 19, 2002

**Secretary of State**  
**Corporations Division**  
**315 West Tower**  
**#2 Martin Luther King, Jr. Dr.**  
**Atlanta, Georgia 30334-1530**

DOCKET NUMBER : 051360189  
 CONTROL NUMBER : J507871  
 CASE INC/AUTH/FILED: 07/24/1984  
 JURISDICTION : GEORGIA  
 PRINT DATE : 05/16/2005  
 FORM NUMBER : 215

**RECEIVED**

PARAMET CORPORATION SERVICES, INC.  
 MIKEL HUTCHINGS  
 3761 VENTURE DR STE 260  
 DULUTH, GA 30096

MAY 20 2005  
 Legal Department

**CERTIFIED COPY**

I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that the attached documents are true and correct copies of documents filed under the name of

**SUNTRUST BANKS, INC.**  
**A DOMESTIC PROFIT CORPORATION**

Said entity was formed in the jurisdiction set forth above and has filed in the Office of Secretary of State on the date set forth above its certificate of limited partnership, articles of incorporation, articles of association, articles of organization or application for certificate of authority to transact business in Georgia.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence of the existence or nonexistence of the facts stated herein.



*Cathy Cox*

Cathy Cox  
 Secretary of State

**TRADEMARK**

**REEL: 003191 FRAME: 0046**

**Secretary of State**  
**Corporations Division**  
**315 West Tower**  
**#2 Martin Luther King, Jr. Dr.**  
**Atlanta, Georgia 30334-1530**

DOCKET NUMBER : 042740231  
 CONTROL NUMBER : J507871  
 EFFECTIVE DATE : 10/01/2004  
 REFERENCE : 0045  
 PRINT DATE : 09/30/2004  
 FORM NUMBER : 411

KING & SPALDING LLP  
 SUSAN HARRISON  
 191 PEACHTREE STREET, 48TH FLR  
 ATLANTA GA 30303

**CERTIFICATE OF MERGER**

I, Cathy Cox, the Secretary of State of the Georgia, do hereby issue this certificate pursuant to Title 14 of the Official Code of Georgia annotated certifying that articles or a certificate of merger and fees have been filed regarding the merger of the below entities, effective as of the date shown above. Attached is a true and correct copy of the said filing.

**Surviving Entity:**

**SUNTRUST BANKS, INC., A GEORGIA CORPORATION**

**Nonsurviving Entity/Entities:**

**NATIONAL COMMERCE FINANCIAL CORPORATION, A TENNESSEE CORPORATION**



*Cathy Cox*  
 CATHY COX  
 SECRETARY OF STATE

42150231

**CERTIFICATE OF MERGER**  
**OF**  
**NATIONAL COMMERCE FINANCIAL CORPORATION**  
**WITH AND INTO**  
**SUNTRUST BANKS, INC. J 501871**  
**(PURSUANT TO SECTION 14-2-1105(b) OF**  
**THE GEORGIA BUSINESS CORPORATION CODE)**

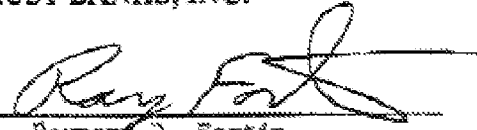
The undersigned corporation, organized and existing under and by virtue of the Georgia Business Corporation Code (the "Code"), DOES HEREBY CERTIFY THAT:

1. National Commerce Financial Corporation, a Tennessee corporation, is merging with and into, SunTrust Banks, Inc., a Georgia corporation (the "Merger"). SunTrust Banks, Inc. will be the surviving corporation (the "Surviving Corporation") following the Merger.
2. The articles of incorporation of the Surviving Corporation in effect immediately prior to the Effective Time (as defined herein) shall be the articles of incorporation of the Surviving Corporation following the Merger.
3. The executed Agreement and Plan of Merger (the "Merger Agreement") is on file at the principal place of business of the Surviving Corporation. The address of the principal place of business of the Surviving Corporation is 303 Peachtree Street, Atlanta, Georgia 30308.
4. A copy of the Merger Agreement will be furnished by the Surviving Corporation, on request and without cost, to any shareholder of any corporation that is a party to the Merger.
5. Pursuant to Section 14-2-1103(h) of the Code, shareholder approval was not required to approve the Merger.
6. The effective time of the Merger (the "Effective Time") shall be 12:01 a.m. Eastern Daylight Time on October 1, 2004.
7. The Surviving Corporation certifies that a request for publication of a Notice of Merger and a publishing fee of \$40.00 have been mailed or delivered to an authorized newspaper, as required by Section 14-2-1105.1(b) of the Code.



IN WITNESS WHEREOF, the undersigned corporation has caused its duly authorized officer to execute and deliver this Certificate of Merger.

SUNTRUST BANKS, INC.

By:   
Name: Raymond J. Fortin  
Title: Senior Vice President  
and General Counsel

SECRETARY OF STATE  
2009 SEP 30 A 10:20  
CORPORATIONS DIVISION