

12-05-2006

U.S. DEPARTMENT OF COMMERCE
United States Patent and Trademark Office



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To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

12.1.06

1. Name of conveying party(ies):

Morris Avenue Management Group, Inc.

- Individual(s)
- General Partnership
- Corporation- State: Alabama
- Other
- Association
- Limited Partnership

Citizenship (see guidelines)

Additional names of conveying parties attached? Yes No

3. Nature of conveyance /Execution Date(s) :

Execution Date(s) 10/31/05

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

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: Superior Bank

Internal

Address:

Street Address: 17 North 20th Street

City: Birmingham

State: AL

Country: U.S. Zip: 35203

Association Citizenship

General Partnership Citizenship

Limited Partnership Citizenship

Corporation Citizenship

Other Fed. Savings Ban Citizenship U.S.

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,426,121; 2,401,351; 2,356,918; 1,894,325; 2,256,526

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

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

Name: Boyd D. Cox, Attorney at Law

Internal Address:

Street Address: 75 N. East Avenue, Suite 506

P.O. Box 573

City: Fayetteville

State: AR Zip: 72702

Phone Number: (479) 521-2052

Fax Number: (479) 521-4169

Email Address:

6. Total number of applications and registrations involved:

9

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 360.00

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number _____

Authorized User Name _____

0000155011

4180.00

4

4

CHECK Refund Total:

9. Signature:

Boyd D. Cox Signature

12/1/06

Date

12/01/2006 MJAMA1

00000051 2426121

Signature

01 FD: 8521

02 FD: 8522

Boyd D. Cox, Reg. No. 27,120

Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 4

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

Refund Ref: 12/04/2006 MJAMA1

**RECORDATION
CONTINUATION OF ITEM 4**

Item 4.

B. Trademark Registration No.(s) – continued

2,247,500

2,384,637

2,705,688

2,705,687

ASSIGNMENT OF TRADEMARK

WHEREAS, this Assignment is made as of October 31, 2005, between Morris Avenue Management Group, Inc., an Alabama corporation, (hereinafter referred to as "ASSIGNOR") and Superior Bank (formerly The Bank), a federally chartered savings bank, (hereinafter referred to as "ASSIGNEE");

WHEREAS, ASSIGNOR is the owner of the trademarks (hereinafter referred to as "the marks"), registered in the United States Patent and Trademark Office, as set forth on the attached Schedule A; and

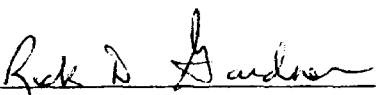
WHEREAS, ASSIGNEE is desirous of acquiring any and all rights that ASSIGNOR may have in and to the marks and the registrations therefor, together with the goodwill of the business in connection with which the marks are used and which are symbolized by the marks, along with the right to recover for damages and profits for past infringements thereof;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, ASSIGNOR does hereby assign unto ASSIGNEE any and all rights, title and interest which ASSIGNOR may have in and to the marks and the registrations therefor for the United States and throughout the world together with the goodwill of the business in connection with which the marks are used and which are symbolized by the marks, along with the right to recover for damages and profits for past infringements thereof;

ASSIGNOR agrees to execute and deliver at the reasonable request of the ASSIGNEE, all papers, instruments, and assignments, and to perform any other reasonable acts the ASSIGNEE may require in order to vest all ASSIGNOR's rights, title, and interest in and to the marks in the ASSIGNEE and/or to provide evidence to support any of the foregoing in the event such evidence is deemed necessary by the ASSIGNEE, to the extent such evidence is in the possession or control of ASSIGNOR.

ASSIGNOR

MORRIS AVENUE MANAGEMENT GROUP, INC.

By: 
Name: Rick D. Gardner
Title: Secretary

SCHEDULE A

U. S. Trademark Certificate of Registration No. 2,426,121 for HOME OF TOTALLY FREE CHECKING, issued February 6, 2001, Services: banking services

U. S. Trademark Certificate of Registration No. 2,401,351 for SUPERIOR AND DESIGN, issued November 7, 2000, Services: banking services

U.S. Trademark Certificate of Registration No. 2,356,918 for SUPERIOR, issued 6/13/00, Services: banking services

U. S. Trademark Certificate of Registration No. 1,894,325 for SUPERIOR BANK FSB, issued 5/16/95, Services: banking services

U. S. Trademark Certificate of Registration No. 2,256,526 for SUPERIOR DIRECT, issued 6/29/99, Services: banking services, namely, checking account services, savings account services, providing bank account information by telephone, mortgage banking, mortgage lending, investment services, namely, advice and management, and insurance brokerage services

U. S. Trademark Certificate of Registration No. 2,247,500 for SUPERIOR BANK FSB SOLUTIONS FOR REAL LIFE, issued 5/25/99, Services: banking services, retail banking, mortgage and consumer lending, commercial real estate lending, Investment brokerage, and insurance brokerage

U. S. Trademark Certificate of Registration No. 2,384,637 for SUPERIOR CONNECTION, issued 9/12/00, Services: financial services, namely providing residential loans and mortgages

U.S. Trademark Certificate of Registration No. 2,705,688 for SUPERIOR BANK FSB (DESIGN), issued 4/15/03, Services: financial services, namely providing new vehicle loans, used vehicle loans, private vehicle sale loans, mortgage loans, home equity loans, debt consolidation loans, and provision of related loan pre-approval and commitment documentation for vehicle and mortgage loans

U.S. Trademark Certificate of Registration No. 2,705,687 for SUPERIOR BANK FSB "WORKING WITH YOU", issued 4/15/03, Services: financial services, namely providing new vehicle loans, used vehicle loans, private vehicle sale loans, mortgage loans, home equity loans, debt consolidation loans, and provision of related loan pre-approval and commitment documentation for vehicle and mortgage loans