

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	01/01/2007		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
INTERCHANGE BANK		01/01/2007	CORPORATION: NEW JERSEY
RECEIVING PARTY DATA			
Name:	TD BANKNORTH, N.A.		
Street Address:	TWO PORTLAND SQUARE		
City:	PORTLAND		
State/Country:	MAINE		
Postal Code:	04101		
Entity Type:	NATIONAL ASSOCIATION: UNITED STATES		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2425950	INTERCHANGE CAPITAL COMPANY	
CORRESPONDENCE DATA			
Fax Number:	(603)668-2970		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	6036686560		
Email:	jhobbs@gtp.com		
Correspondent Name:	Grossman, Tucker, Perreault & Pflieger		
Address Line 1:	55 South Commercial Street		
Address Line 4:	Manchester, NEW HAMPSHIRE 03101		
ATTORNEY DOCKET NUMBER:	BNGTM169US		
NAME OF SUBMITTER:	TERESA C. TUCKER		
Signature:	/TcT/		

OP \$40.00 2425950

Date:

01/29/2007

Total Attachments: 6

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Comptroller of the Currency
Administrator of National Banks

Northeastern District Office
340 Madison Avenue, 5th Floor
New York, New York 10017

Licensing Division
Telephone No.: 212.790.4055
Fax No.: 301.333.7015

December 22, 2006

By facsimile: 207.756.6840
and overnight mail.

Patricia J. Wheeler, Esquire
Senior Vice President
TD Banknorth, National Association
Two Portland Square
Portland, Maine 04101

Re: Application to merge Interchange Bank, Saddle Brook, New Jersey, with TD Banknorth, National Association ("Bank"), Portland, Maine, under the charter number and title of the latter.

Control No.: 2006 NE 02 012

Charter No.: 24096

Dear Ms. Wheeler:

This letter is the official certification of the Comptroller of the Currency ("OCC") to merge Interchange Bank with TD Banknorth, National Association, under the charter number and title of the latter, effective as of 12:10 A.M., January 1, 2007. The resulting bank title is TD Banknorth, National Association, and the charter number is 24096.

This is also the official authorization given to TD Banknorth, National Association, the receiving institution, to operate the main office of the merging bank and its branches, as branches of the resulting bank, as authorized in Attachment A. If any of the branches are closed, or sold to a non-national bank, a closing notice must be submitted pursuant to 12 U.S.C. 1831r-1, and a copy of this authorization must be provided to the OCC. Following the closing of the branch office, a final closing notice should be submitted to this office. A post-merger branch listing will be provided under separate cover.

Please be advised that the OCC is also authorizing the resulting bank, should the combination occur between Call Report dates, to recalculate its legal lending limit. The new lending limit should be calculated by using data from the last Call Report of the individual banks filed prior to consummating the merger, as adjusted for the combination. The resulting bank will then file a new Call Report and begin calculating its legal lending limit according to 12 C.F.R. §32.4(a) at the end of the quarter following consummation of the combination.

Official authorization of the approval of the Comptroller of the Currency is also given to the Bank to increase its capital surplus from \$8,694,867,000.00 to \$9,120,084,000.00.

The increase in surplus may be considered as capital effective as of 12:10 A.M. on January 1, 2007.

By e-mail dated December 21, 2006, Karen Darling informed the OCC that the approved/unopened branch located at the corner of Doig Road and Newark Pompton Turnpike, Lot 56, 57, 58; Block 1616, Wayne, Passaic County, New Jersey 07470, is not being pursued by TD Banknorth, National Association. We have updated our records to reflect the abandonment of that site. Should the Bank wish to pursue this location in the future, the Bank will need to file an application to establish a branch at that location.

If the combination does not occur as represented in your letter of December 15, 2006, this certification must be returned to the OCC.

Sincerely,



J. Greg Parvin
Director for District Licensing

Attachment

****OCC SEAL****

COQFD207

COMPTROLLER OF THE CURRENCY
EXISTING CORPORATE FILING

12/20/2006 11:00

PAGE: 4

CONTROL #: 2006 NE 02 0012 FILING TYPE: MERGER
TRANS TYPE: CORP REORG (AFFIL MERGER) FORM: MERGER
RESULTING BANK SHORT NAME: TD BANKNORTH NA

*** BRANCHES ***

BRANCH COUNT: 31

MERGING CHARTER #: FDIC CERT #: 20038
TITLE: Interchange Bank

BRANCH: 135490A WITHDRAWN DATE: CONSUMMATION DATE:
TITLE: INTERCHANGE BRANCH
LOC STREET: PARK 80 WEST, PLAZA TWO
LOC CITY: SADDLE BROOK STATE: NJ ZIP: 07663-0000
COUNTY: 3 BERGEN COUNTY LOCATION CLOSED (Y/N): N

BRANCH: 135491A WITHDRAWN DATE: CONSUMMATION DATE:
TITLE: EDGEWATER
LOC STREET: 115 RIVER ROAD
LOC CITY: EDGEWATER STATE: NJ ZIP: 07020-0000
COUNTY: 3 BERGEN COUNTY LOCATION CLOSED (Y/N): N

BRANCH: 135492A WITHDRAWN DATE: CONSUMMATION DATE:
TITLE: ELMWOOD PARK
LOC STREET: 444 BOULEVARD
LOC CITY: ELMWOOD PARK STATE: NJ ZIP: 07407-0000
COUNTY: 3 BERGEN COUNTY LOCATION CLOSED (Y/N): N

BRANCH: 135493A WITHDRAWN DATE: CONSUMMATION DATE:
TITLE: ENGLEWOOD CLIFFS
LOC STREET: 457 SYLVAN AVENUE
LOC CITY: ENGLEWOOD CLIFFS STATE: NJ ZIP: 07632-0000
COUNTY: 3 BERGEN COUNTY LOCATION CLOSED (Y/N): N

BRANCH: 135494A WITHDRAWN DATE: CONSUMMATION DATE:
TITLE: LEMOINE AVENUE
LOC STREET: 1605 LEMOINE AVENUE, WHITEMAN PARK PLAZA SHOPPING CENTER
LOC CITY: FORT LEE STATE: NJ ZIP: 07024-0000
COUNTY: 3 BERGEN COUNTY LOCATION CLOSED (Y/N): N

BRANCH: 135495A WITHDRAWN DATE: CONSUMMATION DATE:
TITLE: FRANKLIN LAKES
LOC STREET: 784 FRANKLIN AVENUE
LOC CITY: FRANKLIN LAKES STATE: NJ ZIP: 07417-0000
COUNTY: 3 BERGEN COUNTY LOCATION CLOSED (Y/N): N

BRANCH: 135496A WITHDRAWN DATE: CONSUMMATION DATE:
TITLE: GARFIELD
LOC STREET: 351 MIDLAND AVENUE
LOC CITY: GARFIELD STATE: NJ ZIP: 07026-0000
COUNTY: 3 BERGEN COUNTY LOCATION CLOSED (Y/N): N

CONTROL #: 2006 NE 02 0012 FILING TYPE: MERGER
 TRANS TYPE: CORP REORG (AFFIL MERGER) FORM: MERGER
 RESULTING BANK SHORT NAME: TD BANKNORTH NA

BRANCH: 135497A WITHDRAWN DATE: CONSUMMATION DATE:
 TITLE: RIVER STREET
 LOC STREET: 77 RIVER STREET
 LOC CITY: HACKENSACK STATE: NJ ZIP: 07601-0000
 COUNTY: 3 BERGEN COUNTY LOCATION CLOSED (Y/N): N

BRANCH: 135498A WITHDRAWN DATE: CONSUMMATION DATE:
 TITLE: HARRINGTON PARK
 LOC STREET: 4 PARK STREET
 LOC CITY: HARRINGTON PARK STATE: NJ ZIP: 07640-0000
 COUNTY: 3 BERGEN COUNTY LOCATION CLOSED (Y/N): N

BRANCH: 135499A WITHDRAWN DATE: CONSUMMATION DATE:
 TITLE: HILLDALE
 LOC STREET: BROADWAY PLAZA, 321 BROADWAY
 LOC CITY: HILLSDAGE STATE: NJ ZIP: 07542-0000
 COUNTY: 3 BERGEN COUNTY LOCATION CLOSED (Y/N): N

BRANCH: 135500A WITHDRAWN DATE: CONSUMMATION DATE:
 TITLE: LITTLE FERRY
 LOC STREET: 225 MAIN STREET
 LOC CITY: LITTLE FERRY STATE: NJ ZIP: 07643-0000
 COUNTY: 3 BERGEN COUNTY LOCATION CLOSED (Y/N): N

BRANCH: 135501A WITHDRAWN DATE: CONSUMMATION DATE:
 TITLE: LODI
 LOC STREET: 185 GARIBALDI AVENUE
 LOC CITY: LODI STATE: NJ ZIP: 07644-0000
 COUNTY: 3 BERGEN COUNTY LOCATION CLOSED (Y/N): N

BRANCH: 135502A WITHDRAWN DATE: CONSUMMATION DATE:
 TITLE: MONTVALE
 LOC STREET: 14 SOUTH KINDERKEMACK ROAD
 LOC CITY: MONTVALE STATE: NJ ZIP: 07645-0000
 COUNTY: 3 BERGEN COUNTY LOCATION CLOSED (Y/N): N

BRANCH: 135503A WITHDRAWN DATE: CONSUMMATION DATE:
 TITLE: NUTLEY
 LOC STREET: 277 FRANKLIN AVENUE
 LOC CITY: NUTLEY STATE: NJ ZIP: 07110-0000
 COUNTY: 13 ESSEX COUNTY LOCATION CLOSED (Y/N): N

BRANCH: 135504A WITHDRAWN DATE: CONSUMMATION DATE:
 TITLE: OAKLAND
 LOC STREET: 3 POST ROAD
 LOC CITY: OAKLAND STATE: NJ ZIP: 07436-0000
 COUNTY: 3 BERGEN COUNTY LOCATION CLOSED (Y/N): N

BRANCH: 135505A WITHDRAWN DATE: CONSUMMATION DATE:
 TITLE: PARAMUS
 LOC STREET: 224 ROUTE 4 EAST
 LOC CITY: PARAMUS STATE: NJ ZIP: 07652-0000
 COUNTY: 3 BERGEN COUNTY LOCATION CLOSED (Y/N): N

CONTROL #: 2006 NE 02 0012 FILING TYPE: MERGER
TRANS TYPE: CORP REORG (AFFIL MERGER) FORM: MERGER
RESULTING BANK SHORT NAME: TD BANKNORTH NA

BRANCH: 135506A WITHDRAWN DATE: CONSUMMATION DATE:
TITLE: SHOP RITE SUPERMARKET
LOC STREET: 224 ROUTE 4 EAST
LOC CITY: PARAMUS STATE: NJ ZIP: 07652-0000
COUNTY: 3 BERGEN COUNTY LOCATION CLOSED (Y/N): N

BRANCH: 135507A WITHDRAWN DATE: CONSUMMATION DATE:
TITLE: PARK RIDGE
LOC STREET: 165 KINDERKEMACK ROAD
LOC CITY: PARK RIDGE STATE: NJ ZIP: 07656-0000
COUNTY: 3 BERGEN COUNTY LOCATION CLOSED (Y/N): N

BRANCH: 135508A WITHDRAWN DATE: CONSUMMATION DATE:
TITLE: RAMSEY
LOC STREET: 161 NORTH FRANKLIN TURNPIKE
LOC CITY: RAMSEY STATE: NJ ZIP: 07446-0000
COUNTY: 3 BERGEN COUNTY LOCATION CLOSED (Y/N): N

BRANCH: 135509A WITHDRAWN DATE: CONSUMMATION DATE:
TITLE: RIDGEFIELD PARK
LOC STREET: 245 MAIN STREET
LOC CITY: RIDGEFIELD PARK STATE: NJ ZIP: 07660-0000
COUNTY: 3 BERGEN COUNTY LOCATION CLOSED (Y/N): N

BRANCH: 135510A WITHDRAWN DATE: CONSUMMATION DATE:
TITLE: RIVER EDGE
LOC STREET: 876 KINKERKEMACK ROAD
LOC CITY: RIVER EDGE STATE: NJ ZIP: 07661-0000
COUNTY: 3 BERGEN COUNTY LOCATION CLOSED (Y/N): N

BRANCH: 135511A WITHDRAWN DATE: CONSUMMATION DATE:
TITLE: ROCHELLE PARK
LOC STREET: 200 WEST PASSAIC STREET
LOC CITY: ROCHELLE PARK STATE: NJ ZIP: 07662-0000
COUNTY: 3 BERGEN COUNTY LOCATION CLOSED (Y/N): N

BRANCH: 135512A WITHDRAWN DATE: CONSUMMATION DATE:
TITLE: SADDLE BROOK
LOC STREET: 200 FLORAL LANE
LOC CITY: SADDLE BROOK STATE: NJ ZIP: 07663-0000
COUNTY: 3 BERGEN COUNTY LOCATION CLOSED (Y/N): N

BRANCH: 135513A WITHDRAWN DATE: CONSUMMATION DATE:
TITLE: TEANECK
LOC STREET: 517 CEDAR LANE
LOC CITY: TEANECK STATE: NJ ZIP: 07666-0000
COUNTY: 3 BERGEN COUNTY LOCATION CLOSED (Y/N): N

BRANCH: 135514A WITHDRAWN DATE: CONSUMMATION DATE:
TITLE: TENAFLY
LOC STREET: 20 WEST RAILROAD AVENUE
LOC CITY: TENAFLY STATE: NJ ZIP: 07670-0000
COUNTY: 3 BERGEN COUNTY LOCATION CLOSED (Y/N): N

CONTROL #: 2006 NE 02 0012 FILING TYPE: MERGER
TRANS TYPE: CORP REORG (AFFIL MERGER) FORM: MERGER
RESULTING BANK SHORT NAME: TD BANKNORTH NA

BRANCH: 135515A WITHDRAWN DATE: CONSUMMATION DATE:
TITLE: WALDWICK
LOC STREET: 71 CRESCENT AVENUE
LOC CITY: WALDWICK STATE: NJ ZIP: 07465-3000
COUNTY: 3 BERGEN COUNTY LOCATION CLOSED (Y/N): N

BRANCH: 135516A WITHDRAWN DATE: CONSUMMATION DATE:
TITLE: WASHINGTON TOWNSHIP
LOC STREET: 590 PASCACK ROAD
LOC CITY: WASHINGTON TOWNSHIP STATE: NJ ZIP: 07676-0000
COUNTY: 3 BERGEN COUNTY LOCATION CLOSED (Y/N): N

BRANCH: 135517A WITHDRAWN DATE: CONSUMMATION DATE:
TITLE: BERGENFIELD
LOC STREET: 35 NORTH WASHINGTON AVENUE
LOC CITY: BERGENFIELD STATE: NJ ZIP: 07621-0000
COUNTY: 3 BERGEN COUNTY LOCATION CLOSED (Y/N): Y

BRANCH: 135518A WITHDRAWN DATE: CONSUMMATION DATE:
TITLE: PALISADE AVENUE
LOC STREET: 899 PALISADE AVENUE
LOC CITY: FORT LEE STATE: NJ ZIP: 07024-0000
COUNTY: 3 BERGEN COUNTY LOCATION CLOSED (Y/N): Y

BRANCH: 135710A WITHDRAWN DATE: CONSUMMATION DATE:
TITLE: COURTY PLAZA NORTH
LOC STREET: 25 MAIN STREET
LOC CITY: HACKENSACK STATE: NJ ZIP: 07601-0000
COUNTY: 3 BERGEN COUNTY LOCATION CLOSED (Y/N): Y

BRANCH: 135711A WITHDRAWN DATE: CONSUMMATION DATE:
TITLE: WESTWOOD
LOC STREET: 85 JEFFERSON AVENUE
LOC CITY: WESTWOOD STATE: NJ ZIP: 07675-0000
COUNTY: 3 BERGEN COUNTY LOCATION CLOSED (Y/N): Y