TRADEMARK ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Cardinal Merger LLC		04/02/2008	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	Commerce Bancorp LLC
Street Address:	c/o TD Banknorth, Inc.
City:	Portland
State/Country:	MAINE
Postal Code:	04101
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Serial Number:	78545599	ESCROWDIRECT

CORRESPONDENCE DATA

Fax Number: (202)408-4400
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 2024084000
Email: docketing@finnegan.com
Correspondent Name: Finnegan & Henderson
Address Line 1: 901 New York Avenue, N.W.
Address Line 4: Washington, DISTRICT OF COLUMBIA 20001

ATTORNEY DOCKET NUMBER:	09933.0129-00000
NAME OF SUBMITTER:	Lawrence R. Robins
Signature:	/Lawrence R. Robins/
Date:	03/24/2009

OP $40.00 78545599

Total Attachments: 4
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source=CommerceBanccorp#page2.tif
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source=CommerceBanccorp#page4.tif

Delaware

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "CARDINAL MERGER LLC", CHANGING ITS NAME FROM "CARDINAL MERGER LLC" TO "COMMERCE BANCORP LLC", FILED IN THIS OFFICE ON THE SECOND DAY OF APRIL, A.D. 2008, AT 7:45 O'CLOCK P.M.

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

4431446 8100

080388614

AUTHENTICATION: 6499725

DATE: 04-03-08

You may verify this certificate online at corp.delaware.gov/authver.shtml

State of Delaware
Secretary of State
Division of Corporations
Delivered 07:52 PM 04/02/2008
FILED 07:45 PM 04/02/2008
SRV 080388614 - 4431446 FILE

STATE OF DELAWARE
CERTIFICATE OF AMENDMENT

1. Name of Limited Liability Company: Cardinal Merger LLC

2. The Certificate of Formation of the limited liability company is hereby amended as follows: First: The name of the limited liability company formed hereby is Commerce Bancorp LLC.

IN WITNESS WHEREOF, the undersigned have executed this Certificate on the 2nd day of April, A.D. 2008.

By: CARDINAL INTERMEDIATE LLC, Managing Member

Authorized Person(s)

Name: Richard C Angelone
Print or Type

093110-0280-11648-NY03.2656681

086388614
David

PAGE 1 REVISED 8/11/98

Whenever a filing is received by the Secretary of State with the words "Bank" or "Trust" or a derivative of either word in the name, we will forward it to the State Bank Commissioner or his designee prior to filing, pursuant to Title 8, Delaware Code, Sections 126 and 395, and Title 5, Delaware Code, Section 721. After review by the Commissioner or his designee, a recommendation will be made to the Secretary of State indicating whether or not the name should be approved.

In order for the Bank Commissioner to determine whether or not to recommend approval, please answer the following questions:

IF THIS FORM IS NOT COMPLETELY FILLED OUT, IT WILL NOT BE REVIEWED BY THE BANK COMMISSIONER.

1. The name on the filing is Commerce Bancorp, LLC
2. The type of filing is in connection with a Certificate of Conversion/Formation of Commerce Bancorp, LLC
3. Will the corporation be a bank? Yes____ No X
4. If not will it be a bank holding company? Yes X No____
5. Will the corporation conduct banking business in Delaware? Yes X No____
6. If not, will it be conducting a banking business out of state? Yes X No____
7. If yes, what type of banking business and where will the business be conducted.

The applicant controls Commerce Bank, N.A. and Commerce Bank/North, which have branches in the states of NJ, PA, DE, NY, CT, VA, MD and FL, as well as DC.

8. Under which federal or state regulatory authority will it operate (OCC, OTS, FRB, SEC, FOREIGN (describe), etc.)? The applicant is regulated as a bank holding company by the Board of Governors of the Federal Reserve System. Its subsidiaries, Commerce Bank, N.A. and Commerce Bank/North are regulated by (i) the OCC and (ii) the NJ Dept. of Bank and Insurance, respectively.
9. Has application(s) been filed with the above-mentioned agency(ies)? Yes X No____

   (If yes, which agency(ies) and when was each application filed?) The applicant is currently a New Jersey bank holding company. In connection with its redomestication to Delaware, an application was submitted to the Board of Governors of the Federal Reserve System on November 30, 2007 and approved on March 13, 2008.
10. If not a banking business, what type of business will it be conducting?
    Not Applicable.

PAGE 2

11. If not a banking business, will it be regulated by any federal or state agency? Yes____ No____ Not Applicable

11a. If yes, which agency? Not Applicable which state? _____

12. Is the applicant an affiliate of a regulated entity? Yes

12a. If yes, identify which entity. Commerce Bank, N.A.; Commerce Bank/North; The Toronto-Dominion Bank; TD Banknorth, N.A.; TD Bank USA, N.A.

13. Contact name, address, and telephone number:

Gary Rice

Simpson Thacher & Bartlett LLP

425 Lexington Avenue, New York, NY 10017

212-455-7349

(signature) [signature]

(title) Vice President

TO THE OFFICE OF THE STATE BANK COMMISSIONER

Please review and return with your recommendation as soon as possible.

X APPROVAL RECOMMENDED NAME Jonathan L Smith

____ APPROVAL NOT RECOMMENDED DATE 4-3-08

This is a Priority Filing Yes____ No____

This is a Bank Holding Company!