TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Commerce Bancorp LLC		03/20/2009	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	The Toronto-Dominion Bank
Street Address:	55 King Street
City:	Toronto
State/Country:	CANADA
Entity Type:	Chartered Bank: CANADA

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	2084001	COMMERCE

CORRESPONDENCE DATA

Fax Number: (202)408-4400
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 202-408-4000
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:	09933.0109-00000

DOMESTIC REPRESENTATIVE

Name: Finnegan & Henderson
Address Line 1: 901 New York Avenue, N.W.
Address Line 4: Washington, DISTRICT OF COLUMBIA 20001

OP $40.00 2084001

NAME OF SUBMITTER:	Lawrence R. Robins
Signature:	/Lawrence R. Robins/
Date:	05/20/2009

Total Attachments: 5
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ASSIGNMENT

Commerce Bancorp LLC, a Delaware Limited Liability Company with its principal place of business at Two Portland Square, Portland, Maine ("Assignor"), is the owner of the marks identified in Exhibit A and of the U.S. trademark registration therefor ("the Trademarks").

The Toronto-Dominion Bank, a Canadian chartered bank with its principal place of business at 55 King Street, Toronto, Ontario, Canada ("Assignee"), wishes to acquire the Trademarks.

In consideration of the foregoing and for other good and valuable consideration, receipt of which is hereby acknowledged, Assignor hereby assigns to Assignee all its right, title, and interest in and to the Trademarks, together with the goodwill of the business associated with the Trademarks, and the right to sue and recover for past infringements, dilution, and other violations.

Commerce Bancorp LLC

By: _____

Name: John R. Opperman

Title: Vice President

Date: 20 MAR 2009

EXHIBIT A-Trademarks

MARK	REG. NO.	REG. DATE
1-800-YES-2000	2,533,220	January 29, 2002
AMERICA'S #1 BANK	3,235,767	May 1, 2007
AMERICA'S BEST BANK	3,482,598	August 5, 2009
AMERICA'S MOST CONVENIENT BANK	2,462,917	June 19, 2001
AMERICA'S MOST CONVENIENT BANK	2,260,060	July 6, 1999
AMERICA'S MOST CONVENIENT BANK	2,890,738	October 5, 2004
AMERICA'S MOST CONVENIENT GIFT	3,133,194	August 22, 2006
AMERICA'S MOST CONVENIENT INSURANCE	2,922,054	February 1, 2005
AMERICA'S MOST CONVENIENT INVESTMENTS	3,012,501	November 8, 2005
C (Stylized in Red)	3,068,258	March 14, 2006
C (Stylized)	2,506,199	November 13, 2001
C COMMERCE BANK (Stylized)	3,214,418	March 6, 2007
CAMP BUSINESS	3,009,960	November 1, 2005
CAMP BUSINESS	2,914,229	December 28, 2004
CAMP BUSINESS: THE LEARNING JOURNEY	2,911,543	December 14, 2004
COMMERCE	2,084,001	July 29, 1997
COMMERCE BANC	3,405,574	April 1, 2008

INSURANCE SERVICES

COMMERCE CHECKVIEW	2,831,145	April 13, 2004
COMMERCE TRADEFINANCE DIRECT	3,177,453	November 28, 2006
COMMERCE TREASURY DIRECT	2,839,401	May 11, 2004
COMMERCE U C UNIVERSITY (Stylized)	2,996,378	September 20, 2005
COMMERCE UNIVERSITY	3,115,621	July 18, 2006
MAKING MONEY MAKE SENSE	2,931,623	March 8, 2005
MONEY ROCKS!	3,262,905	July 10, 2007
MOST CONVENIENT BANK	3,204,243	January 30, 2007
PENNY ARCADE	3,102,701	June 13, 2006
RED FRIDAY	3,104,346	June 13, 2006
THE COMMERCE ADVANTAGE	2,708,238	April 22, 2003
THE LEARNING JOURNEY	2,862,324	July 13, 2004
THE YES BANK	2,331,011	March 21, 2000
THERE'S NO PLACE LIKE COMMERCE!	3,283,043	August 21, 2007
WOW ANSWER GUIDE	2,570,816	May 21, 2002
WOW ANSWER GUIDE & Design	2,572,852	May 28, 2002
WOW! THE CUSTOMER	2,961,932	June 14, 2005
YESBANK.COM	2,917,576	January 11, 2005

MARK	SERIAL NO.	FILING DATE
COMMERCE C CAPITAL MARKETS & Design	78/807,821	February 6, 2006
COMMERCE REWARDS	78/710,746	September 12, 2005
COMMERCE WEALTH MANAGEMENT	77/190,893	May 25, 2007
COMMERCE WEALTH MANAGEMENT	77/209,408	June 19, 2007
ESCROWDIRECT	78/545,599	January 11, 2005
PENNY ARCADE	76/977,915	October 18, 2004
WOW	76/536,100	June 2, 2003
WOW	76/519,868	June 3, 2003
YOU'VE EARNED IT!	78/710,749	September 12, 2005
AMERICA'S MOST CONVENIENT GIFT	78/532,315	December 14, 2004

State Registrations

MARK/STATE	REG NO.	REG DATE
C (Stylized)-Pennsylvania	2799871	February 12, 1998
C (Stylized)-Pennsylvania	2799869	February 12, 1998
C (Stylized-Pennsylvania	2799874	February 7, 2003
C (Stylized)-New Jersey	20522	February 11, 1998
C (Stylized) COMMERCE BANK (Stylized)-Delaware	200518562	May 19, 2005
C COMMERCE BANK-Pennsylvania	3093413	September 9, 2002
C COMMERCE BANK (Stylized)-New Jersey	22189	May 2, 2005
COMMERCE-Pennsylvania	2799866	February 12, 1998

COMMERCE-Pennsylvania	2799870	February 12, 1998
COMMERCE-Pennsylvania	2799872	February 12, 1998
COMMERCE-New Jersey	20523	February 11, 1998
COMMERCE BANK-New Jersey	20521	February 11, 1998
COMMERCE BANK-New Jersey	2799868	February 12, 1998
COMMERCE BANK-Pennsylvania	2799867	February 12, 1998
COMMERCE BANK-Pennsylvania	2799873	February 12, 1998
COMMERCE NATIONAL-Delaware	0070367	October 19, 2000