

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM501341

SUBMISSION TYPE:	RESUBMISSION
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	08/01/2018
RESUBMIT DOCUMENT ID:	900468795

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Crestmark Bancorp, Inc.		07/31/2018	Corporation: MICHIGAN

RECEIVING PARTY DATA

Name:	Meta Financial Group, Inc.
Street Address:	5501 South Broadband Lane
City:	Sioux Falls
State/Country:	SOUTH DAKOTA
Postal Code:	57108
Entity Type:	Corporation: DELAWARE

PROPERTY NUMBERS Total: 7

Property Type	Number	Word Mark
Registration Number:	3777500	CRESTMARK
Registration Number:	3073059	CRESTMARK BANK
Registration Number:	5311804	CRESTMARK EQUIPMENT FINANCE
Serial Number:	87890564	CRESTMARK VENDOR FINANCE
Registration Number:	3041318	
Serial Number:	87677458	ONE BUTTON SOLUTION
Registration Number:	4138424	WE HELP

CORRESPONDENCE DATA

Fax Number:

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.

Email: jgriswold@honigman.com

Correspondent Name: Anessa Owen Kramer

Address Line 1: 39400 Woodward Avenue, Suite 101

Address Line 4: Bloomfield Hills, MICHIGAN 48304-5151

NAME OF SUBMITTER:	Anessa Kramer
SIGNATURE:	/anessa kramer/

DATE SIGNED:	12/10/2018
Total Attachments: 4 source=Crestmark Meta Merger Certificate#page1.tif source=Crestmark Meta Merger Certificate#page2.tif source=Crestmark Meta Merger Certificate#page3.tif source=Crestmark Meta Merger Certificate#page4.tif	

Delaware

The First State

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I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"CRESTMARK BANCORP, INC.", A MICHIGAN CORPORATION, WITH AND INTO "META FINANCIAL GROUP, INC." UNDER THE NAME OF "META FINANCIAL GROUP, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE ON THE THIRTY-FIRST DAY OF JULY, A.D. 2018, AT 4:26 O`CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE FIRST DAY OF AUGUST, A.D. 2018 AT 12:01 O`CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.




Jeffrey W. Bullock, Secretary of State

2339960 8100M
SR# 20185937191

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

Authentication: 203162624
Date: 07-31-18

TRADEMARK
REEL: 006554 FRAME: 0798

**CERTIFICATE OF MERGER
OF
CRESTMARK BANCORP, INC.
(a Michigan corporation)**

WITH AND INTO

**META FINANCIAL GROUP, INC.
(a Delaware corporation)**

Pursuant to Section 252 of the
General Corporation Law of
the State of Delaware

META FINANCIAL GROUP, INC., a corporation organized and existing under the General Corporation Law of the State of Delaware (the "DGCL"), hereby certifies that:

FIRST: The name and state of incorporation of each of the constituent corporations (the "Constituent Corporations") in the merger (the "Merger") are as follows:

<u>Name</u>	<u>State of Incorporation</u>
Meta Financial Group, Inc.	Delaware
Crestmark Bancorp, Inc.	Michigan

SECOND: An Agreement and Plan of Merger, dated as of January 9, 2018 (the "Merger Agreement") providing for the Merger and setting forth the terms and conditions of the Merger, has been approved, adopted, certified, executed and acknowledged by, among others, each of the Constituent Corporations in accordance with the requirements of Title 8, Section 252 of the DGCL.

THIRD: Meta Financial Group, Inc. (the "Surviving Corporation") will continue its corporate existence as the surviving corporation under the laws of the State of Delaware.

FOURTH: The certificate of incorporation of the Surviving Corporation shall continue in full force and effect following the Merger without amendment thereto.

FIFTH: The executed Merger Agreement is on file at the place of business of the Surviving Corporation, the address of which is 5501 South Broadband Lane, Sioux Falls, South Dakota 57108.

SIXTH: A copy of the Merger Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of either Constituent Corporation.

SEVENTH: This Certificate of Merger, and the Merger provided for herein, shall become effective at 12:01 a.m. Eastern time on August 1, 2018.

EIGHTH: The authorized stock and par value of the non-Delaware corporation is:

(i) 4,000,000 shares of common stock, no par value per share, and (ii) 2,000,000 shares of preferred stock, no par value per share.

[Remainder of page blank; signature page follows]

IN WITNESS WHEREOF, the Surviving Corporation has caused this Certificate of Merger to be executed by an authorized officer, this 31st day of July, 2018.

Meta Financial Group, Inc., a Delaware corporation

By: 

Name: J. Tyler Hahn

Title: Chief Executive Officer