

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM545588

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER AND CHANGE OF NAME
EFFECTIVE DATE:	08/01/2019

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
TCF Financial Corporation		07/31/2019	Corporation: DELAWARE

NEWLY MERGED ENTITY DATA

Name	Execution Date	Entity Type
Chemical Financial Corporation	07/31/2019	Corporation: MICHIGAN

MERGED ENTITY'S NEW NAME (RECEIVING PARTY)

Name:	TCF Financial Corporation
Street Address:	333 W. Fort Street, Suite 1800
City:	Detroit
State/Country:	MICHIGAN
Postal Code:	48226
Entity Type:	Corporation: MICHIGAN

PROPERTY NUMBERS Total: 39

Property Type	Number	Word Mark
Registration Number:	5295375	
Registration Number:	4306359	CHANGE MAKES CHANGE
Registration Number:	2281138	COMMANDCREDIT
Registration Number:	2281144	COMMANDCREDIT PLUS
Registration Number:	2547939	COMMANDLINE
Registration Number:	2584404	EXPRESS TELLER
Registration Number:	4994462	IN RHYTHM WITH YOUR LIFE
Registration Number:	5192101	INVENTORYENGINE
Registration Number:	2576815	MONEY MARKET PREFERRED
Registration Number:	1054475	TCF
Registration Number:	2734068	TCF
Registration Number:	2917981	TCF
Registration Number:	2931622	TCF
Registration Number:	5037476	TCF

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	5037477	TCF
Registration Number:	2566574	TCF BANK
Registration Number:	2931615	TCF BANK
Registration Number:	2917980	TCF BANK
Registration Number:	3697125	TCF BANK STADIUM
Registration Number:	3765452	TCF BANK STADIUM
Registration Number:	3723789	TCF BANK STADIUM
Registration Number:	3769305	TCF BANK STADIUM
Registration Number:	4497310	TCF CAPITAL FUNDING
Registration Number:	4786117	TCF CHOICE CHECKING
Registration Number:	4301250	TCF FREE CHECKING
Registration Number:	4301252	TCF FREE STUDENT CHECKING
Registration Number:	2519134	TCF HOME LOANS
Registration Number:	3882942	TCF OVERDRAFT SERVICE
Registration Number:	3931783	TCF PREMIER 50+ CHECKING
Registration Number:	4306557	TCF PREMIER 62+
Registration Number:	3866501	TCF PREMIER PLUS CHARGE CARD
Registration Number:	4791798	TCF SKIPIT
Registration Number:	3226301	TCF THE CUSTOMER FIRST
Registration Number:	4551854	TCFIF
Registration Number:	4077484	THE BANK
Registration Number:	1469991	TWIN CITY FEDERAL
Registration Number:	2986794	WINTHROP
Registration Number:	5032289	ZEO
Registration Number:	5050246	ZEO

CORRESPONDENCE DATA

Fax Number: 6123329081
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.
Phone: 612-332-5300
Email: mmorris@merchantgould.com
Correspondent Name: Scott W. Johnston
Address Line 1: P.O. Box 2910
Address Line 4: Minneapolis, MINNESOTA 55402-0910

ATTORNEY DOCKET NUMBER:	17737.00000001
NAME OF SUBMITTER:	Scott W Johnston
SIGNATURE:	/SWJ/
DATE SIGNED:	10/17/2019

Total Attachments: 8

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Delaware

The First State

Page 1

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:

"TCF FINANCIAL CORPORATION", A DELAWARE CORPORATION, WITH AND INTO "CHEMICAL FINANCIAL CORPORATION" UNDER THE NAME OF "CHEMICAL FINANCIAL CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF MICHIGAN, AS RECEIVED AND FILED IN THIS OFFICE ON THE THIRTY-FIRST DAY OF JULY, A.D. 2019, AT 9:37 O`CLOCK A.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. 2019 AT 12:01 O`CLOCK A.M.




Jeffrey W. Bullock, Secretary of State

7540141 8100M
SR# 20196246367

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

Authentication: 203320107
Date: 07-31-19

TRADEMARK
REEL: 006773 FRAME: 0658

CERTIFICATE OF MERGER

OF

TCF FINANCIAL CORPORATION
(a Delaware corporation)

WITH AND INTO

CHEMICAL FINANCIAL CORPORATION
(a Michigan corporation)

Pursuant to Section 252 of the General Corporation Law of the State of Delaware (the "DGCL"), the undersigned corporation, Chemical Financial Corporation, a Michigan corporation, does hereby certify as follows:

FIRST. The name and jurisdiction of each of the constituent corporations in the merger are TCF Financial Corporation, a Delaware corporation ("TCF"), and Chemical Financial Corporation, a Michigan corporation ("Chemical Financial").

SECOND. An Agreement and Plan of Merger, dated as of January 27, 2019 (the "Merger Agreement"), was entered into by and between TCF and Chemical Financial, and the Merger Agreement has been duly approved, adopted, certified, executed and acknowledged by each of TCF and Chemical Financial in accordance with the requirements of Section 252 of the DGCL.

THIRD. Chemical Financial is the surviving corporation in the merger (the "Surviving Corporation"). The Surviving Corporation is a Michigan corporation.

FOURTH. The executed Merger Agreement is on file at the office of the Surviving Corporation at 333 W. Fort Street, Suite 1800, Detroit, Michigan 48226.


FIFTH. A copy of the Merger Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any constituent corporation.

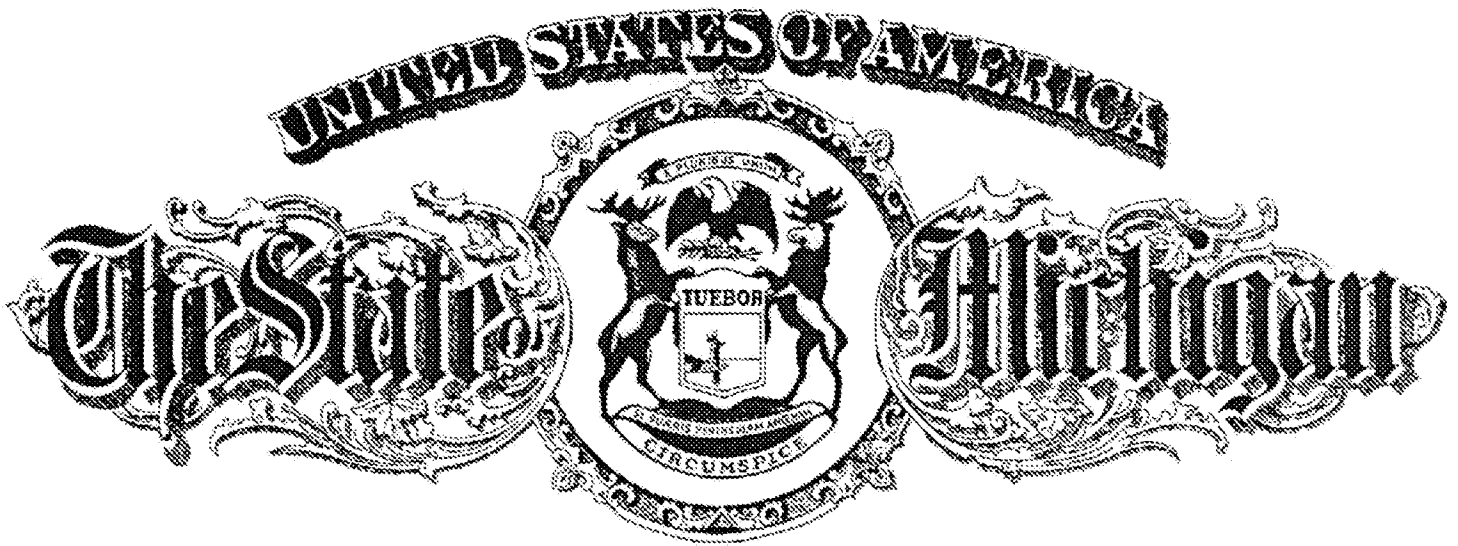
SIXTH. Pursuant to Section 252(d) of the DGCL, the Surviving Corporation hereby agrees that it may be served with process in the State of Delaware in any proceeding for the enforcement of any obligation of any constituent corporation of the State of Delaware, as well as for enforcement of any obligation of the Surviving Corporation arising from the merger, including any suit or other proceeding to enforce the right of any stockholders as determined in appraisal proceedings pursuant to Section 262 of the DGCL, and hereby irrevocably appoints the Secretary of State of the State of Delaware as its agent to accept service of process in any such suit or other proceedings. The address to which a copy of such process shall be mailed by the Secretary of State is as follows: 333 W. Fort Street, Suite 1800, Detroit, Michigan 48226.

SEVENTH. This Certificate of Merger shall become effective at 12:01 a.m., Eastern Time, on August 1, 2019.

IN WITNESS WHEREOF, the Surviving Corporation has caused this Certificate of Merger to be executed by its duly authorized officer on July 31, 2019.

CHEMICAL FINANCIAL CORPORATION

By: 
Name: David T. Provost
Title: Chief Executive Officer and President



Department of Licensing and Regulatory Affairs

Lansing, Michigan

This is to Certify that the annexed copy has been compared by me with the record on file in this Department and that the same is a true copy thereof.

This certificate is in due form, made by me as the proper officer, and is entitled to have full faith and credit given it in every court and office within the United States.

In testimony whereof, I have hereunto set my hand, in the City of Lansing, this 31st day of July, 2019.

Julia Dale, Director
Corporations, Securities & Commercial Licensing Bureau



02 E-1
10:00

MICHIGAN DEPARTMENT OF LICENSING AND REGULATORY AFFAIRS
CORPORATIONS, SECURITIES & COMMERCIAL LICENSING BUREAU

Date Received
7/31/19

This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.

\$11,650
✓ # 9/27/16
23765626
21 more exp
FILED
JUL 31 2019
ADMINISTRATOR
CORPORATIONS DIVISION

Name		
Chemical Bank c/o William Collins, General Counsel		
Address		
235 E. Main St. P.O. Box 569		
City	State	Zip Code
Midland	MI	48640

EFFECTIVE DATE: 8/1/19 *
Expiration date for new assumed names: December 31,
Expiration date for transferred assumed names appear in Item 6

Document will be returned to the name and address you enter above.
If left blank, document will be returned to the registered office.

CERTIFICATE OF MERGER
Cross Entity Merger for use by Profit Corporations, Limited Liability Companies
and Limited Partnerships

Pursuant to the provisions of Act 284, Public Acts of 1972 (profit corporations), Act 23, Public Acts of 1993 (limited liability companies) and Act 213, Public Acts of 1982 (limited partnerships), the undersigned entities execute the following Certificate of Merger:

1. The Plan of Merger (Consolidation) is as follows:

a. The name of each constituent entity and its identification number is:

Chemical Financial Corporation	800074193
TCF Financial Corporation	

b. The name of the surviving (new) entity and its identification number is:

Chemical Financial Corporation	800074193
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Corporations and Limited Liability Companies provide the street address of the survivor's principal place of business:
333 W. Fort Street, Suite 1800, Detroit, Michigan 48226

2. (Complete only if an effective date is desired other than the date of filing. The date must be no more than 90 days after the receipt of this document in this office.)

The merger (consolidation) shall be effective on the 1st day of August, 2019 at 12:01 a.m. ET

UP GOLD SEAL APPEARS ONLY ON ORIGINAL
1909437

Complete for Corporations and Limited Liability Companies Only

The assumed names being transferred to continue for the remaining effective period of the Certificate of Assumed Name on file prior to the merger are:

Assumed Name	Corporation and/or LLC Transferred from	Expiration Date

Nonsurvivor name to be used as assumed name of survivor:

Complete for Profit Corporations Only

For each constituent stock corporation, state:

Name of corporation	Designation and number of outstanding shares in each class or series	Indicate class or series of shares entitled to vote	Indicate class or series entitled to vote as a class
	Common stock, \$1.00 par value, 71,557,788 shares outstanding		
<u>Chemical Financial Corporation</u>	<u>Preferred stock, 0 shares outstanding</u> <u>Common stock, \$0.01 par value, 161,647,203 shares outstanding</u>	<u>Common Stock</u>	<u>None</u>
<u>TCF Financial Corporation</u>	<u>5.70% Series C Non-Cumulative Perpetual Preferred Stock, par value \$0.01 per share, 7,000 outstanding</u>	<u>Common Stock</u>	<u>None</u>

If the number of shares is subject to change prior to the effective date of the merger or consolidation, the manner in which the change may occur is as follows: Without the prior written consent of TCF Financial Corporation, Chemical Financial Corporation may issue additional shares of Chemical Financial Corporation common stock upon the settlement of equity-based awards issued under equity compensation plans. Without the prior written consent of Chemical Financial Corporation, TCF Financial Corporation may issue additional shares of TCF Financial Corporation common stock upon the settlement of equity-based awards issued under equity compensation plans. TCF Financial Corporation may also repurchase shares of its common stock. Other issuances of capital stock by either party before the effective date of the merger requires the other party's prior written consent.

The manner and basis of converting shares are as follows: Attached as Exhibit A are the relevant portions of Article I of the Agreement and Plan of Merger, dated January 27, 2019 (the "Plan of Merger"), which are incorporated by reference herein. All capitalized terms in the attached Exhibit A that are not defined in such exhibit have the meanings set forth in the Plan of Merger.

The amendments to the Articles, or a restatement of the Articles, of the surviving corporation to be effected by the merger are as follows: Exhibit B attached hereto sets forth Article I and Article III of the Restated Articles of Incorporation, as amended, of the surviving corporation.

The Plan of Merger will be furnished by the surviving profit corporation, on request and without cost, to any shareholder of any constituent profit corporation.

The merger is permitted by the state or country under whose law it is incorporated and each foreign corporation has complied with that law in effecting the merger.

(Complete either Section (a) or (b) for each corporation)

a) The Plan of Merger was approved by unanimous consent of the incorporators of _____, a Michigan corporation which has not commenced business, has not issued any shares, and has not elected a Board of Directors.

(Signature of Incorporator)

(Type or Print Name)

(Signature of Incorporator)

(Type or Print Name)

(Signature of Incorporator)

(Type or Print Name)

(Signature of Incorporator)

(Type or Print Name)

b) The plan of merger was approved by:

the Board of Directors of _____, the surviving Michigan corporation, without approval of the shareholders in accordance with Section 703a of the Act.

the Board of Directors of _____, the surviving Michigan corporation, without the vote of the shareholders and has been adopted under Section 703a(3) of the Act, and the conditions specified in that section have been satisfied.

the Board of Directors and the shareholders of the following Michigan corporation(s) in accordance with Section 703a of the Act.

Chemical Financial Corporation

By _____

(Signature of Authorized Officer or Agent)

David T. Provost

Chief Executive Officer and President

(Type or Print Name)

Chemical Financial Corporation

(Name of Corporation)

By _____

(Signature of Authorized Officer or Agent)

Joseph T. Green

General Counsel

(Type or Print Name)

TCF Financial Corporation

(Name of Corporation)

Preparer's Name William Collins

Business Telephone Number (989) 633-7642

The manner and basis of converting shares are as follows: Attached as Exhibit A are the relevant portions of Article I of the Agreement and Plan of Merger, dated January 27, 2019 (the "Plan of Merger"), which are incorporated by reference herein. All capitalized terms in the attached Exhibit A that are not defined in such exhibit have the meanings set forth in the Plan of Merger.

The amendments to the Articles, or a restatement of the Articles, of the surviving corporation to be effected by the merger are as follows: Exhibit B attached hereto sets forth Article I and Article III of the Restated Articles of Incorporation, as amended, of the surviving corporation.

The Plan of Merger will be furnished by the surviving profit corporation, on request and without cost, to any shareholder of any constituent profit corporation.

The merger is permitted by the state or country under whose law it is incorporated and each foreign corporation has complied with that law in effecting the merger.

(Complete either Section (a) or (b) for each corporation)

a) The Plan of Merger was approved by unanimous consent of the incorporators of _____, a Michigan corporation which has not commenced business, has not issued any shares, and has not elected a Board of Directors.

(Signature of Incorporator) (Type or Print Name) (Signature of Incorporator) (Type or Print Name)

(Signature of Incorporator) (Type or Print Name) (Signature of Incorporator) (Type or Print Name)

b) The plan of merger was approved by:

- the Board of Directors of _____, the surviving Michigan corporation, without approval of the shareholders in accordance with Section 703a of the Act.
- the Board of Directors of _____, the surviving Michigan corporation, without the vote of the shareholders and has been adopted under Section 703a(3) of the Act, and the conditions specified in that section have been satisfied.
- the Board of Directors and the shareholders of the following Michigan corporation(s) in accordance with Section 703a of the Act.

Chemical Financial Corporation

By _____
 (Signature of Authorized Officer or Agent)
 David T. Provost
 Chief Executive Officer and President
 (Type or Print Name)
 Chemical Financial Corporation
 (Name of Corporation)

By Joseph T. Green
 (Signature of Authorized Officer or Agent)
 Joseph T. Green
 General Counsel
 (Type or Print Name)
 TCF Financial Corporation
 (Name of Corporation)

Preparer's Name William Collins

Business Telephone Number (989) 633-7642

