

PATENT ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT	
NATURE OF CONVEYANCE:	MERGER	
EFFECTIVE DATE:	12/31/2012	
CONVEYING PARTY DATA		
Name		Execution Date
REGIONS ASSET COMPANY		12/20/2012
RECEIVING PARTY DATA		
Name:	REGIONS BANK	
Street Address:	1900 Fifth Avenue North	
City:	Birmingham	
State/Country:	ALABAMA	
Postal Code:	35203	
PROPERTY NUMBERS Total: 17		
Property Type	Number	
Patent Number:	8126921	
Patent Number:	8095462	
Patent Number:	7363261	
Patent Number:	8121911	
Application Number:	13351558	
Application Number:	11464143	
Application Number:	11958130	
Application Number:	12209636	
Application Number:	12257018	
Application Number:	12437205	
Application Number:	12541342	
Application Number:	12540932	
Application Number:	13098024	
Application Number:	13588763	

CH \$680.00 8126921

Application Number:	13194960
Application Number:	13554486
Application Number:	61735001

CORRESPONDENCE DATA

Fax Number: 2024293902

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: (202) 429-3000

Email: tcoates@steptoe.com

Correspondent Name: Harold H. Fox, Steptoe & Johnson

Address Line 1: 1330 Connecticut Avenue, NW

Address Line 2: 15548.0001

Address Line 4: Washington, DISTRICT OF COLUMBIA 20036

ATTORNEY DOCKET NUMBER:	15548.0001
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NAME OF SUBMITTER:	Terri L. Coates
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Signature:	/Terri L. Coates/
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Date:	04/04/2013
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Total Attachments: 14

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20130128000079820 1/4
Bk: LR201310 Pg: 20473
Jefferson County, Alabama
I certify this instrument filed on:
01/28/2013 02:59:51 PM MERG
Judge of Probate- Alan L. King

ARTICLES OF MERGER

of
REGIONS ASSET HOLDING COMPANY, INC.
with and into (94-987)
REGIONS BANK

Pursuant to the Alabama Business Corporation Law (the "ABCL"), the undersigned corporation adopts the following Articles of Merger for the purpose of merging Regions Asset Holding Company, Inc. with and into Regions Bank:

FIRST: The Plan of Merger (the "Plan"), which has been approved by the Board of Directors of Regions Bank in accordance with Section 10A-2-11.04 of the ABCL, is attached to these Articles as Attachment I and made a part hereof.

SECOND: Regions Asset Holding Company, Inc. is an Alabama corporation and a wholly-owned subsidiary of Regions Bank, and therefore shareholder approval of the Plan of Merger is not required under the ABCL.

(006-854)
THIRD: Regions Bank shall be the surviving corporation of the Merger (the "Surviving Corporation") and shall continue to be governed by the laws of the State of Alabama, and the articles of incorporation of Regions Bank, an Alabama corporation, shall be the articles of incorporation of the Surviving Corporation until otherwise amended or repealed.

FOURTH: The articles of incorporation of Regions Bank are filed in Jefferson County, and the articles of incorporation of Regions Asset Holding Company, Inc. are filed in Jefferson County.

FIFTH: The merger will be effective at 11:00 p.m. central standard time on December 31, 2012.

Secretary of State
State of Alabama
I hereby certify that this is a true and complete
copy of the document filed in this office on

12/28/12
DATE: 1/3/13

Beth Chapman
Secretary of State *RAM*

Alabama
Sec. Of State

Merger	
000-324	
Date	12/28/2012
Time	17:00
121231	4 Pg
File	\$100.00
Ackn	\$.00
Exp	\$100.00
Total	\$200.00
06/013	

PATENT
REEL: 030152 FRAME: 0301

IN WITNESS WHEREOF, the Surviving Corporation has caused these Articles of
Merger to be executed by its duly authorized officer in accordance with the ABCL.

DATED this 20th day of December, 2012.

REGIONS BANK

By: Carl L. Gorday
Carl L. Gorday
Senior Vice President, Assistant General
Counsel and Assistant Corporate Secretary

PLAN OF MERGER
of
REGIONS ASSET HOLDING COMPANY, INC.
with and into
REGIONS BANK

THIS PLAN OF MERGER is adopted by the Board of Directors of Regions Bank for the purpose of providing for the merger of Regions Asset Holding Company, Inc., a wholly-owned subsidiary of Regions Bank, with and into Regions Bank (the "Merger"), and establishing the terms of the Merger. Regions Bank is a corporation organized and existing under the laws of the State of Alabama, with its principal office located in Birmingham, Alabama, and Regions Asset Holding Company, Inc. ("Subsidiary") is a corporation organized and existing under the laws of the State of Alabama, with its registered office located in Birmingham, Alabama.

ARTICLE ONE
THE MERGER

1.1 Subject to the terms and conditions set forth in this Plan of Merger, at the Effective Time Subsidiary will merge with Regions Bank. Regions Bank will be the surviving corporation in the Merger and will continue to be governed by the laws of the State of Alabama.

1.2 The Articles of Incorporation of Regions Bank, as in effect immediately prior to the Effective Time, will remain in full force and effect as the Articles of Incorporation of Regions Bank following the Merger.

1.3 The Bylaws of Regions Bank, as in effect immediately prior to the Effective Time, will remain in full force and effect as the Bylaws of Regions Bank following the Merger.

ARTICLE TWO
MANNER OF CONVERTING SHARES

2.1 Each share of Regions Bank common stock issued and outstanding immediately prior to the Effective Time shall remain issued and outstanding from and after the Effective Time. There is no other class of capital stock of Regions Bank having shares issued and outstanding.

2.2 Each share of Subsidiary common stock shall be cancelled and deemed no longer outstanding for any purpose. There is no other class of capital stock of Subsidiary having shares issued and outstanding.

ARTICLE THREE
EFFECTIVE TIME

3.1 The Merger shall become effective on a date and at a time to be selected by the appropriate officers of Regions Bank, as may be set forth in the Articles of Merger reflecting the Merger to be filed with the Secretary of State of the State of Alabama (the "Effective Time.")

ARTICLE FOUR
EFFECTIVENESS

4.1 This Plan of Merger may be terminated at any time prior to the Effective Time by the Board of Directors of Regions Bank. This Plan of Merger may be amended by the Board of Directors of Regions Bank or by the appropriate officers of Regions Bank pursuant to authority delegated by the Board of Directors of Regions Bank.

ARTICLE FIVE
EFFECT OF MERGER

5.1 Without limitation, the Merger will have the effects prescribed by subsection (a) of Section 10A-2-11.06, Code of Alabama. Specifically:

- (1) The separate corporate existence of Subsidiary will cease.
- (2) Upon effectiveness of the Merger and following the Effective Time, Regions Bank will possess all the rights, immunities and franchises, of a public as well as of a private nature, of Subsidiary; and all property, tangible and intangible, real, personal and mixed, and all debts due Subsidiary, are taken and deemed to be transferred and vested in Regions Bank without further act or deed; and title to any real estate, or an interest therein, vested in Subsidiary shall not revert nor in any way be impaired by reason of the Merger.
- (3) Upon effectiveness of the Merger and following the Effective Time, Regions Bank shall be responsible and liable for all the liabilities and obligations of Subsidiary; and neither the rights of creditors nor any liens upon the property of Subsidiary shall be impaired by the Merger.
- (4) Upon effectiveness of the Merger and following the Effective Time, any claim existing or action or proceeding pending by or against Subsidiary may be prosecuted, or continued, as if the Merger had not taken place, or Regions Bank may be substituted in the action or proceeding for Subsidiary.

ARTICLE SIX
MISCELLANEOUS

6.1 This Plan of Merger shall be governed by and construed in accordance with the laws of the State of Alabama.

Attachment I -- Page 2

20130128000079820 4/4
Bk: LR201310 Pg:20473
Jefferson County, Alabama
01/28/2013 02:59:51 PM MERG
Fee - \$63.00

Total of Fees and Taxes--\$63.00
HATCHERK

PATENT
REEL: 030152 FRAME: 0304



20130108000022750 1/6
 Bk: LR201310 Pg:6149
 Jefferson County, Alabama
 I certify this instrument filed on:
 01/08/2013 02:38:14 PM MERG
 Judge of Probate- Alan L. King

Alabama					
Sec. Of State					
Merger	000-311				
Date	12/21/2012				
Time	17:00				
	121228				
File	\$100.00				
Ackn	\$0.00				
Exp	\$100.00				
Total	\$200.00				
	05/001				

ARTICLES OF MERGER
 of
 REGIONS ASSET COMPANY
 with and into
 REGIONS ASSET HOLDING COMPANY, INC.

Pursuant to the Alabama Business Corporation Law (the "ABCL"), the undersigned corporation adopts the following Articles of Merger for the purpose of merging Regions Asset Company with and into Regions Asset Holding Company, Inc.:

FIRST: The Plan of Merger (the "Plan"), which has been approved by the Board of Directors of Regions Asset Holding Company, Inc. in accordance with Section 10A-2-11.04 of the ABCL, is attached to these Articles as Attachment I and made a part hereof.

(NA)
 SECOND: Regions Asset Company is a Delaware corporation and a wholly-owned subsidiary of Regions Asset Holding Company, Inc., and therefore shareholder approval of the Plan of Merger is not required under the ABCL.

(194-987)
 THIRD: Regions Asset Holding Company, Inc. shall be the surviving corporation of the Merger (the "Surviving Corporation") and shall continue to be governed by the laws of the State of Alabama, and the articles of incorporation of Regions Asset Holding Company, Inc., an Alabama corporation, shall be the articles of incorporation of the Surviving Corporation until otherwise amended or repealed.

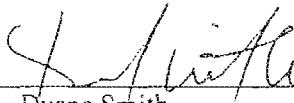
FOURTH: The articles of incorporation of Regions Asset Holding Company, Inc. are filed in Jefferson County, and the articles of incorporation of Regions Asset Company are filed in the office of the Secretary of State of the State of Delaware.

FIFTH: The merger will be effective at 6:00 p.m. central standard time on December 31, 2012.

IN WITNESS WHEREOF, the Surviving Corporation has caused these Articles of
Merger to be executed by its duly authorized officer in accordance with the ABCL.

DATED this 20 day of December, 2012.

REGIONS ASSET HOLDING COMPANY, INC.

By: 
Duane Smith
President

PLAN OF MERGER
of
REGIONS ASSET COMPANY
with and into
REGIONS ASSET HOLDING COMPANY, INC.

THIS PLAN OF MERGER is adopted by the Board of Directors of Regions Asset Holding Company, Inc. for the purpose of providing for the merger of Regions Asset Company, a wholly-owned subsidiary of Regions Asset Holding Company, Inc., with and into Regions Asset Holding Company, Inc. (the "Merger"), and establishing the terms of the Merger. Regions Asset Holding Company, Inc. (the "Corporation") is a corporation organized and existing under the laws of the State of Alabama, with its principal office located in Birmingham, Alabama, and Regions Asset Company ("Subsidiary") is a corporation organized and existing under the laws of the State of Delaware, with its registered office located in Wilmington, Delaware.

ARTICLE ONE
THE MERGER

1.1 Subject to the terms and conditions set forth in this Plan of Merger, at the Effective Time Subsidiary will merge with the Corporation. The Corporation will be the surviving corporation in the Merger and will continue to be governed by the laws of the State of Alabama.

1.2 The Articles of Incorporation of the Corporation, as in effect immediately prior to the Effective Time, will remain in full force and effect as the Articles of Incorporation of the Corporation following the Merger.

1.3 The Bylaws of the Corporation, as in effect immediately prior to the Effective Time, will remain in full force and effect as the Bylaws of the Corporation following the Merger.

ARTICLE TWO
MANNER OF CONVERTING SHARES

2.1 Each share of the Corporation common stock issued and outstanding immediately prior to the Effective Time shall remain issued and outstanding from and after the Effective Time. There is no other class of capital stock of the Corporation having shares issued and outstanding.

2.2 Each share of Subsidiary common stock shall be cancelled and deemed no longer outstanding for any purpose. There is no other class of capital stock of Subsidiary having shares issued and outstanding.

ARTICLE THREE EFFECTIVE TIME

3.1 The Merger shall become effective on a date and at a time to be selected by the appropriate officers of the Corporation, as may be set forth in the Articles of Merger reflecting the Merger to be filed with the Secretary of State of the State of Alabama (the "Effective Time.")

ARTICLE FOUR EFFECTIVENESS

4.1 This Plan of Merger may be terminated at any time prior to the Effective Time by the Board of Directors of the Corporation. This Plan of Merger may be amended by the Board of Directors of the Corporation or by the appropriate officers of the Corporation pursuant to authority delegated by the Board of Directors of the Corporation.

ARTICLE FIVE EFFECT OF MERGER

5.1 Without limitation, the Merger will have the effects prescribed by subsection (a) of Section 10A-2-11.06, Code of Alabama. Specifically:

- (1) The separate corporate existence of Subsidiary will cease.
- (2) Upon effectiveness of the Merger and following the Effective Time, the Corporation will possess all the rights, immunities and franchises, of a public as well as of a private nature, of Subsidiary; and all property, tangible and intangible, real, personal and mixed, and all debts due Subsidiary, are taken and deemed to be transferred and vested in the Corporation without further act or deed; and title to any real estate, or an interest therein, vested in Subsidiary shall not revert nor in any way be impaired by reason of the Merger.
- (3) Upon effectiveness of the Merger and following the Effective Time, the Corporation shall be responsible and liable for all the liabilities and obligations of Subsidiary; and neither the rights of creditors nor any liens upon the property of Subsidiary shall be impaired by the Merger.
- (4) Upon effectiveness of the Merger and following the Effective Time, any claim existing or action or proceeding pending by or against Subsidiary may be prosecuted, or continued, as if the Merger had not taken place, or the Corporation may be substituted in the action or proceeding for Subsidiary.

ARTICLE SIX MISCELLANEOUS

6.1 This Plan of Merger shall be governed by and construed in accordance with the laws of the State of Alabama.

**STATE OF DELAWARE
CERTIFICATE OF OWNERSHIP**

SUBSIDIARY INTO PARENT
Section 253

**CERTIFICATE OF OWNERSHIP
MERGING
REGIONS ASSET COMPANY
INTO
REGIONS ASSET HOLDING COMPANY, INC.**

(Pursuant to Section 253 of the General Corporation Law of Delaware)

Regions Asset Holding Company, Inc., a corporation incorporated on the 27th day of March, 1998, pursuant to the provisions of the Alabama Business Corporation Act;

DOES HEREBY CERTIFY that this corporation owns 100% of the capital stock of Regions Asset Company, a corporation incorporated on the 24th day of March, 1998 A.D., pursuant to the provisions of the Delaware General Corporation Law, and that this corporation, by resolutions of its Board of Directors duly adopted at a meeting held on the 20th day of December, 2012 A.D., determined to merge into itself said Regions Asset Company, and adopted a plan of merger by which this corporation assumes all of the liabilities and obligations of Regions Asset Company, which resolutions include the following to wit:

RESOLVED, that the Board of Directors of Regions Asset Holding Company, Inc. (the "Corporation") deems it advisable and in the best interests of the Corporation to merge its wholly owned subsidiary Regions Asset Company with and into the Corporation (the "Merger");

FURTHER RESOLVED, that the appropriate officers of the Corporation are authorized to select and designate the effective time of the Merger;

FURTHER RESOLVED, that the appropriate officers of the Corporation are authorized to prepare, execute, and file appropriate Certificate of Ownership with the Secretary of State of Delaware and appropriate Articles of Merger with the Secretary of State of Alabama;

FURTHER RESOLVED, that, in accordance with Sections 253(a)(1) and 252(d) of the Delaware General Corporation Law, this corporation and its successors may be served with process in Delaware in any proceeding for enforcement of any obligation of Regions Asset Company, as well as for enforcement of any obligation of this corporation arising from the Merger, and this corporation does hereby irrevocably appoint the Secretary of State of Delaware as its agent to accept service of process in any such suit or other proceedings, and the appropriate officers of this corporation are authorized and directed to specify the address to which a copy of such process shall be mailed to this corporation by the Secretary of State (with such address being specified as "Regions Asset Holding Company, Inc. c/o Regions Bank, Attn: Legal Department, 1900 Fifth Avenue North, Birmingham, AL 35203");

FURTHER RESOLVED, that the appropriate officers of the Corporation are authorized and directed to take any and all such actions, to execute any and all documents, agreements and instruments deemed to be necessary or desirable to carry out the purpose and intent of these resolutions and to consummate the Merger.

Pursuant to Section 103(d) of the Delaware General Corporation Law, the merger is not to become effective until 7:00 p.m. eastern standard time on December 31, 2012.

IN WITNESS WHEREOF, said parent corporation has caused its corporate seal to be affixed and this certificate to be signed by an authorized officer this 20th day of December, 2012 A.D.

By: *D. Smith*
Authorized Officer

Name: Duane Smith
Print or Type

Title: President

20130108000022750 6/6
BK: LR201310 Pg:6149
Jefferson County, Alabama
01/08/2013 02:38:14 PM MERG
Fee - \$63.00

Total of Fees and Taxes--\$63 00
HATCHERK

Secretary of State
State of Alabama
I hereby certify that this is a true and complete
copy of the document filed in this office on

DATE: 12/21/12
12/28/12

Beth Chapman
Secretary of State *RAM*

Alabama
Sec. Of State
Merger
000-311
Date 12/21/2012
Time 17:00
121228 6 Pg
File \$100.00
Ackn \$.00
Exp \$100.00
Total \$200.00
05/001

PATENT
REEL: 030152 FRAME: 0310

Delaware

PAGE 1

The First State

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:

"REGIONS ASSET COMPANY", A DELAWARE CORPORATION,
WITH AND INTO "REGIONS ASSET HOLDING COMPANY, INC." UNDER THE NAME OF "REGIONS ASSET HOLDING COMPANY, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF ALABAMA, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTIETH DAY OF DECEMBER, A.D. 2012, AT 6:26 O'CLOCK P.M.

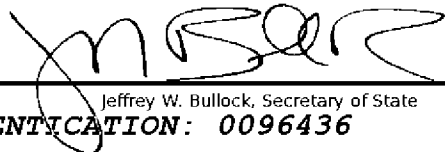
AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2012, AT 7 O'CLOCK P.M.

5265501 8100M

121374381

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0096436

DATE: 12-24-12

PATENT
REEL: 030152 FRAME: 0311

Delaware

PAGE 1

The First State

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:

"REGIONS ASSET COMPANY", A DELAWARE CORPORATION,
WITH AND INTO "REGIONS ASSET HOLDING COMPANY, INC." UNDER
THE NAME OF "REGIONS ASSET HOLDING COMPANY, INC.", A CORPORATION
ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF ALABAMA,
AS RECEIVED AND FILED IN THIS OFFICE THE TWENTIETH DAY OF
DECEMBER, A.D. 2012, AT 6:26 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF
THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF
DECEMBER, A.D. 2012, AT 7 O'CLOCK P.M.

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

5265501 8100M

121374381



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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0096437

DATE: 12-24-12

PATENT
REEL: 030152 FRAME: 0312

**STATE OF DELAWARE
CERTIFICATE OF OWNERSHIP**

**SUBSIDIARY INTO PARENT
Section 253**

**CERTIFICATE OF OWNERSHIP
MERGING
REGIONS ASSET COMPANY
INTO
REGIONS ASSET HOLDING COMPANY, INC.**

(Pursuant to Section 253 of the General Corporation Law of Delaware)

Regions Asset Holding Company, Inc., a corporation incorporated on the 27th day of March, 1998, pursuant to the provisions of the Alabama Business Corporation Act;

DOES HEREBY CERTIFY that this corporation owns 100% of the capital stock of Regions Asset Company, a corporation incorporated on the 24th day of March, 1998 A.D., pursuant to the provisions of the Delaware General Corporation Law, and that this corporation, by resolutions of its Board of Directors duly adopted at a meeting held on the 20th day of December, 2012 A.D., determined to merge into itself said Regions Asset Company, and adopted a plan of merger by which this corporation assumes all of the liabilities and obligations of Regions Asset Company, which resolutions include the following to wit:

RESOLVED, that the Board of Directors of Regions Asset Holding Company, Inc. (the "Corporation") deems it advisable and in the best interests of the Corporation to merge its wholly owned subsidiary Regions Asset Company with and into the Corporation (the "Merger");

FURTHER RESOLVED, that the appropriate officers of the Corporation are authorized to select and designate the effective time of the Merger;

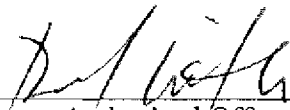
FURTHER RESOLVED, that the appropriate officers of the Corporation are authorized to prepare, execute, and file appropriate Certificate of Ownership with the Secretary of State of Delaware and appropriate Articles of Merger with the Secretary of State of Alabama;

FURTHER RESOLVED, that, in accordance with Sections 253(a)(1) and 252(d) of the Delaware General Corporation Law, this corporation and its successors may be served with process in Delaware in any proceeding for enforcement of any obligation of Regions Asset Company, as well as for enforcement of any obligation of this corporation arising from the Merger, and this corporation does hereby irrevocably appoint the Secretary of State of Delaware as its agent to accept service of process in any such suit or other proceedings, and the appropriate officers of this corporation are authorized and directed to specify the address to which a copy of such process shall be mailed to this corporation by the Secretary of State (with such address being specified as "Regions Asset Holding Company, Inc. c/o Regions Bank, Attn: Legal Department, 1900 Fifth Avenue North, Birmingham, AL 35203");

FURTHER RESOLVED, that the appropriate officers of the Corporation are authorized and directed to take any and all such actions, to execute any and all documents, agreements and instruments deemed to be necessary or desirable to carry out the purpose and intent of these resolutions and to consummate the Merger.

Pursuant to Section 103(d) of the Delaware General Corporation Law, the merger is not to become effective until 7:00 p.m. eastern standard time on December 31, 2012.

IN WITNESS WHEREOF, said parent corporation has caused its corporate seal to be affixed and this certificate to be signed by an authorized officer this 20th day of December, 2012 A.D.

By: 
Authorized Officer

Name: Duane Smith
Print or Type

Title: President