

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM565287

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
TIME FEDERAL SAVINGS BANK		02/24/2020	Chartered Bank: UNITED STATES
RECEIVING PARTY DATA			
Name:	PREVAIL BANK		
Street Address:	675 E. BROADWAY		
City:	MEDFORD		
State/Country:	WISCONSIN		
Postal Code:	54451		
Entity Type:	Chartered Bank: UNITED STATES		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	88599750	PREVAIL	
CORRESPONDENCE DATA			
Fax Number:	2067577097		
<i>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.</i>			
Phone:	2067578097		
Email:	seatm@dwt.com, cindycaditz@dwt.com, emilyeske@dwt.com, michaelamalone@dwt.com		
Correspondent Name:	Cindy L. Caditz		
Address Line 1:	920 FIFTH AVENUE, SUITE 3300		
Address Line 4:	SEATTLE, WASHINGTON 98104-1610		
ATTORNEY DOCKET NUMBER:	114014-8		
NAME OF SUBMITTER:	Cindy L. Caditz		
SIGNATURE:	/Cindy Caditz/		
DATE SIGNED:	03/04/2020		
Total Attachments: 8			
source=Certificate and Report of the Inspector of Election 12 02 2019#page1.tif			
source=Certificate and Report of the Inspector of Election 12 02 2019#page2.tif			
source=Certificate and Report of the Inspector of Election 12 02 2019#page3.tif			

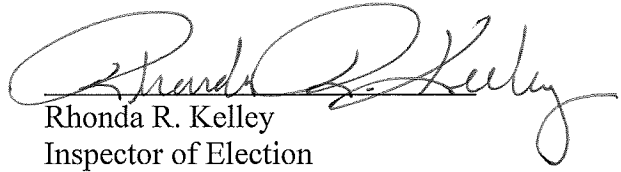
CH \$40.00 88599750

source=MINUTES OF THE SPECIAL MEETING OF MEMBERS 12 02 2019#page1.tif
source=MINUTES OF THE SPECIAL MEETING OF MEMBERS 12 02 2019#page2.tif
source=Prevail Bank Charter (executed) (00357855xC2E8D)#page1.tif
source=Prevail Bank Charter (executed) (00357855xC2E8D)#page2.tif
source=Prevail Bank Charter (executed) (00357855xC2E8D)#page3.tif

OATH OF THE INSPECTOR OF ELECTION

The undersigned Inspector of Election, having been appointed to act at the Special Meeting of Members of Time Federal Savings Bank, held this 2nd day of December, 2019, does solemnly swear that I will fairly and to the best of my ability perform my duties in connection with the matters to come before the Special Meeting and all other matters required of me and that I will faithfully and with strict impartiality examine and pass upon the validity of the proxies submitted to the Proxy Committee, canvass the votes cast at such Special Meeting in person or by proxy and truthfully and accurately report the results thereof.

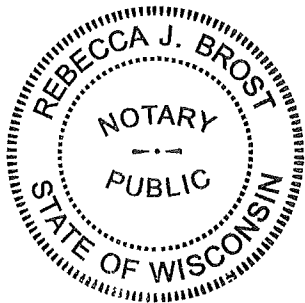
Signed:


Rhonda R. Kelley
Inspector of Election

State of Wisconsin
County of Taylor

Subscribed and sworn to, before me this 2nd day of December, 2019.

(SEAL)





Notary Public

My Commission Expires: 1-29-22

**CERTIFICATE AND REPORT OF THE INSPECTOR OF ELECTION
DECEMBER 2, 2019**

TIME FEDERAL SAVINGS BANK

The undersigned duly appointed Inspector of Election for the Special Meeting of Members of Time Federal Savings Bank held on December 2, 2019 (the "Meeting"), hereby reports as follows:

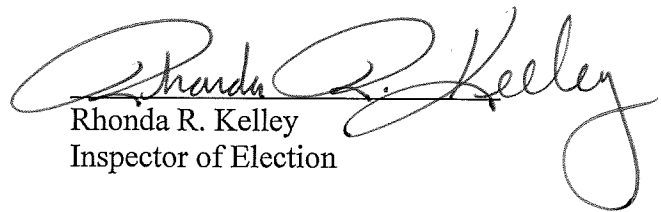
1. I canvassed the members present and examined and counted the proxies presented, and found and declared that out of 2,624,800 votes entitled to vote at the Meeting, the Proxy Committee of the Board of Directors was acting as proxy and representative of the holders of 48,076 votes.

2. A vote was taken on a proposal to approve of the proposed amendment to the Charter of Time Federal Savings Bank. The result of the vote taken at the Meeting was as follows:

	Number	Percent of Votes Cast
FOR:	48,076	100%
AGAINST:	0	-
ABSTAIN:	0	-

IN WITNESS WHEREOF, the undersigned executed and acknowledged this Certificate on the 2nd day of December, 2019.

Respectfully submitted,


Rhonda R. Kelley
Inspector of Election

**OFFICIAL PROXY COMMITTEE BALLOT
TIME FEDERAL SAVINGS BANK**

The undersigned members of the Proxy Committee, on behalf of the Board of Directors of Time Federal Savings Bank, does hereby vote the proxies in accordance with the directions contained therein at the Special Meeting of Members held at 2:00 p.m. on December 2, 2019 at 675 E Broadway Ave, Medford, Wisconsin as follows:

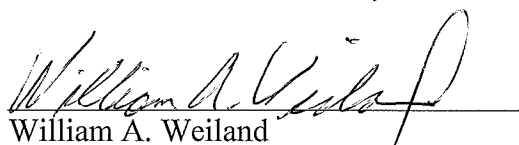
1. **RESOLVED**, that the proposed amendment to the Charter of Time Federal Savings Bank, to change the bank's name to Prevail Bank, having been considered at this meeting, is hereby approved and adopted in all respects.

FOR: 48,076 votes

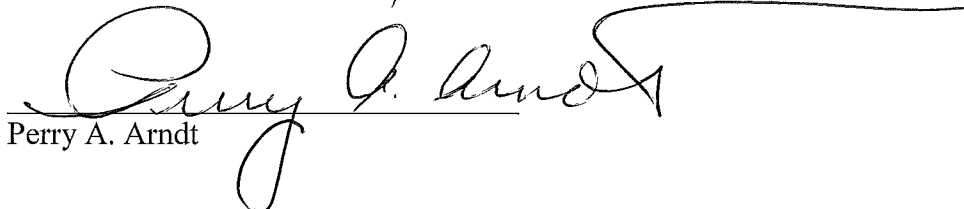
AGAINST: 0 votes

ABSTAIN: 0 votes

For the Board of Directors by:



William A. Weiland



Perry A. Arndt

**MINUTES OF THE SPECIAL MEETING OF MEMBERS OF
TIME FEDERAL SAVINGS BANK
HELD ON DECEMBER 2, 2019**

A Special Meeting of Members of Time Federal Savings Bank was held at 675 E. Broadway Ave., Medford, Wisconsin on December 2, 2019 at 2:00 p.m., pursuant to a call made by the Board of Directors and notice posted and published.

Directors in attendance were: Perry A. Arndt, Dean Carter, Jeannie L. Deml, David A. Goessl, Richard Pavelski, Michael A. Schaefer, and William A. Weiland. Absent: Gregory G. Krug.

Pursuant to the provisions of the Bylaws, Perry Arndt, Chairman of the Board, presided over and acted as Chairman of the meeting and David A. Goessl, acted as Secretary of the meeting.

Mr. Goessl presented proof in the form of an affidavit, duly signed and sworn to by Corporate Secretary, Gregory G. Krug, indicating that notice of the meeting had been posted and published as required by the Bylaws of the bank.

The Chairman then announced that Rhonda Kelley had been appointed the Inspector of Election. The Chairman requested that the Inspector of Election report the attendance at the meeting.

Ms. Kelley reported that, as of the November 15, 2019 record date, there were 2,624,800 votes entitled to be cast and that the Proxy Committee of the Board was acting as proxy and representative of the holders of record of 48,076 votes.

Thereupon the Chairman announced that proper notice had been given and that a quorum was present. Accordingly, the meeting had been properly convened.

As this was a special meeting, the business of the meeting was limited to the matter set forth in the Notice of Special Meeting.

The Chairman presented the only matter for consideration, the approval of the amendment to the bank's charter to change the bank's name to Prevail Bank.

No comments were forthcoming on the matter.

Discussion on the matter being complete, the Chairman then proceeded to take the vote for the approval of the amendment to the bank's charter.

No ballots were requested by the members present. The only ballot was cast by the Proxy Committee. The polls were then declared closed at 2:15 p.m.

Following the presentation, the Chairman then called for the Report of the Inspector of Election. Ms. Kelley read the results of the Report, a copy of which is appended to these minutes.

The Chairman accepted the Report of the Inspector of Election.

The Corporate Secretary was directed to safeguard, for the purpose of reference, the following papers:

- (1) notice of meeting and proof thereof;
- (2) the proxies and ballots voted at the meeting, including the ballot cast for the number of shares represented by the Proxy Committee; and
- (3) the Inspector's oath and certificate and report.

As there was no other business coming before the meeting, it was adjourned at 2:30 p.m.

Respectfully submitted,

David A. Goessl
Secretary of the Meeting

FEDERAL SAVINGS BANK CHARTER

PREVAIL BANK

1. **Corporate title** — The full corporate title of the Federal savings bank hereby chartered is Prevail Bank.
2. **Office** — The home office shall be located at Medford, in the County of Taylor, State of Wisconsin.
3. **Duration** — The duration of the savings bank is perpetual.
4. **Objects and powers** — The purpose of the savings bank is to pursue any or all of the lawful objectives of a Federal mutual savings bank chartered under section 5 of the Home Owners' Loan Act and to exercise all the express, implied and incidental powers conferred thereby and by all acts amendatory thereof and supplemental thereto, subject to the Constitution and laws of the United States as they are now in effect, or as they may hereafter be amended, and subject to the Constitution and laws of the United States as they are now in effect, or as they may hereafter be amended and subject to all lawful and applicable rules, regulations and orders of the Federal Home Loan Bank Board ("Board").

The savings bank shall have the express power: (1) To act as fiscal agent of the United States when designated for that purpose by the Secretary of the Treasury, under such regulations as the Secretary may prescribe, to perform all such reasonable duties as fiscal agent of the United States as may be required, and to act as agent for any other instrumentality of the United States when designated for that purpose by any such instrumentality; (2) To sue and be sued, complain and defend in any court of law or equity; (3) To have a corporate seal affixed by imprint, facsimile or otherwise; (4) to appoint officers and agents as its business shall require and allow them suitable compensation; (5) To adopt bylaws not inconsistent with the Constitution or laws of the United States and rules and regulations adopted thereunder and this Charter; (6) To raise its capital, which shall be unlimited, by accepting payments on savings, demand and other accounts as are authorized by regulations made by the Board, and the holders of all such accounts or other accounts as shall, to the extent as may be provided by such regulations, be members of the savings bank and shall have such voting rights and such other rights as are thereby provided; (7) To issue notes, bonds, debentures, or other obligations, or securities, provided by or under any provision of Federal statute as from time to time is in effect; (8) To provide for redemption of insured accounts; (9) To borrow money without limitation and pledge and otherwise encumber any of its assets to secure its debts; (10) To lend and otherwise invest its funds as authorized by statute and the rules and regulations of the Board; (11) To wind up and dissolve, merge, consolidate, convert, or reorganize; (12) To purchase, hold, and convey real estate and personalty consistent with its objects, purposes and powers; (13) To mortgage or lease any real estate and personalty and take such property by gift, devise or bequest; and (14) To exercise all powers conferred by law. In addition to the foregoing powers expressly enumerated, this savings bank shall have power to do all things reasonably incident to the accomplishment of its express powers. In addition, the savings bank may make any investment and engage in any activity as may be specifically authorized by action of the Board, including authorization by delegated authority, in connection with action approving the issuance of the charter.

TRADEMARK

REEL: 006882 FRAME: 0556

5. **Capital** — The savings bank may raise capital by accepting payments on savings and demand accounts and by any other means authorized by the Board.

6. **Members** — All holders of the savings bank's savings, demand or other authorized accounts are members of the savings bank. In the consideration of all questions requiring action by the members of the savings bank, each holder of an account shall be permitted to cast one vote for each \$100, or fraction thereof, of the withdrawal value of the member's account. Borrowers as of the date of this charter shall continue to have one vote for the period of time such borrowings are in existence. No member, however, shall cast more than 1,000 votes. Voting may be by proxy, which is subject to the rules and regulations of the Board. Any number of members present and voting represented in person or by proxy, at a regular or special meeting of the members shall constitute a quorum. A majority of all votes cast at any meeting of the members shall determine any question. All accounts shall be nonassessable..

7. **Directors** — The savings bank shall be under the direction of a board of directors. The authorized number of directors shall not be fewer than five nor more than fifteen, as fixed in the savings bank's bylaws, except that the number of directors may be increased to a number greater than fifteen with the prior approval of the Board or its delegate. Each director of the savings bank shall be a member of the savings bank. **Provided**, that in the event of a vacancy on the board, the board of directors may fill such vacancy, if the members of the savings bank fail so to do, by electing directors to serve until the next annual meeting of the members. Directors shall be elected for periods of three years and until their successors are elected and qualified, but provision shall be made for the election of approximately one-third of the board of directors each year.

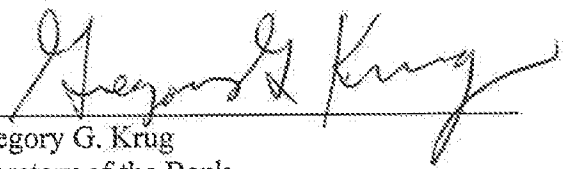
8. **Reserves, surplus, and distribution of earnings** — The savings bank shall maintain for the purpose of meeting losses the amount of general reserves that the Board requires by regulation; such reserves shall include the reserve required for insurance accounts. Any losses may be charged against general reserves. The savings bank shall distribute net earnings on its accounts on such basis and in accordance with such terms and conditions as may from time to time be authorized by the Board: **Provided**, That the savings bank may establish minimum-balance requirements for accounts to be eligible for distribution of earnings.

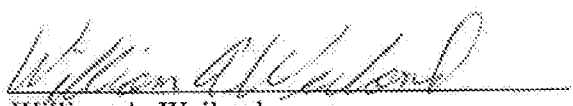
All holders of savings accounts of the savings bank shall be entitled to equal distribution of assets, pro rata to the value of their savings accounts, in the event of voluntary or involuntary liquidation, dissolution, or winding up of the savings bank. Moreover, in any such event, or in any other situation in which the priority of such accounts is in controversy, all such accounts shall, to the extent of their withdrawal value, be debts of the savings bank having the same priority as the claims of general creditors of the savings bank not having priority (other than any priority arising or resulting from consensual subordination) over other general creditors of the savings bank.

9. **Amendment of Charter** — Adoption of any preapproved charter amendment pursuant to sections 544.2 or 544.3 of the Board's regulations shall be effective upon filing amendment with the Board in accordance with regulatory procedures, after such preapproved amendment has been submitted to be approved by the members at a legal meeting. Any other amendment, addition, alteration, change, or repeal of this charter must be submitted to and approved by the members at a legal meeting. Any amendment, addition, alteration, change, or

repeal so acted upon and approved shall be effective upon filing with the Board in accordance with regulatory procedures.

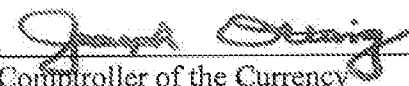
PREVAIL BANK

ATTEST: 
Gregory G. Krug
Secretary of the Bank

BY: 
William A. Weiland
President and Chief Executive Officer of the Bank

OFFICE OF THE COMPTROLLER OF THE CURRENCY

ATTEST: 
Deputy Comptroller for Licensing, OCC

BY: 
Comptroller of the Currency

Effective Date: February 24, 2020

