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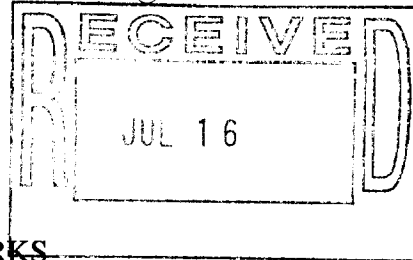
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July 16, 1999



RECORDATION FORM COVER SHEET - TRADEMARKS

Of counsel:
Stephen N. Dratch
Freema Gluck

Box ASSIGNMENT
Commissioner of Patents and Trademarks
Washington, D.C. 20231

Express Mail[®] mailing label number E104484030445
Date of Deposit 7/16/99
I hereby certify that this paper or fee is being deposited with the United Postal Service "Express Mail Post Office to Addressee" service under 37 CFR 110 on the date indicated above and is addressed to the Commissioner of Patents and Trademarks, Washington, D.C. 20231

Re: Recordal of Assignment of Trademarks

Assignors: BANCO SANTANDER, S.A. and BANCO CENTRAL HISPANO AMERICANO, S.A.

Assignee: SANTANDER INVESTMENT BANK, LTD.

Trademarks: SANTANDER CENTRAL-HISPANO and BANCO SANTANDER CENTRAL-HISPANO

Applications Nos.: 75/628,693 and 75/628,696

Our ref.: UNGRI-0812

Julie Simmons
Julie Simmons
Signature of person submitting paper or fee

Sir:

Please record the attached original documents or copy thereof:

1. Name of conveying party(ies):

BANCO SANTANDER, S.A. and BANCO CENTRAL HISPANOAMERICANO, S.A., the corporations organized and existing under the laws of Spain.

2. Name and address of receiving party(ies):

SANTANDER INVESTMENT BANK, LTD., a Bahamas corporation, located and doing business at Bahamas Financial Center, 3rd Floor/ Corner Shirley and Charlotte Street, Nassau, Bahamas.

A Power of Attorney and an Appointment of Domestic Representative is attached.

3. Nature of conveyance:

Assignment

Date of execution: April 12, 1999

07/20/1999 DNGUYEN 00000428 75626693
40.00 OP
25.00 OP
01 FC:461
02 FC:462

4. Trademark Application Ser. No: 75/628,693 SANTANDER CENTRAL-HISPANO
Trademark Application Ser. No: 75/628,696 BANCO SANTANDER CENTRAL-
HISPANO

5. Please address all correspondence in this matter to:

Michael J. Brown
Trademark Counselors of America, P.C.
915 Broadway - 19th Floor
New York, New York 10010
(212) 387-0247

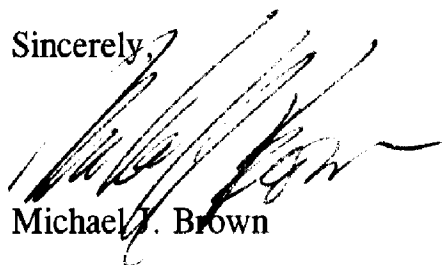
6. Total number of applications and registrations involved: 2

7. Total fee enclosed: \$65

8. Also enclosed is a Certificate of Express Mail, label number EL044840304US, and an acknowledgment postcard.

9. To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Sincerely,



Michael J. Brown

MJB:am
Enclosures

Total number of pages comprising cover sheet: 2

ASSIGNMENT

WHEREAS, BANCO SANTANDER, S.A., a Spanish Corporation having a place of business at Paseo de Pereda, 9-12 / 39004 SANTANDER (Cantabria), Spain and **BANCO CENTRAL HISPANOAMERICANO, S.A.** a Spanish Corporation having a place of business at Alcalá, 49 / 28014 MADRID, Spain (hereinafter called "the Assignors") own and have used in its business certain trademarks which have been filed as follows:

Trade Marks	Class	Date	Number
SANTANDER CENTRAL-HISPANO	16, 35, 36 & 38	27.01.99	75/628.693
BANCO SANTANDER CENTRAL-HISPANO	16, 35, 36 & 38	27.01.99	75/628.696

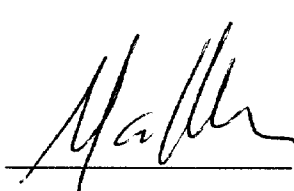
and;

WHEREAS, SANTANDER INVESTMENT BANK, LTD. a Bahamas Corporation and having a place of business at Bahamas Financial Center, 3rd Floor / Corner Shirley and Charlotte Streets / NASSAU, Bahamas (hereinafter called "the Assignee") is desirous of acquiring the entire right, title and interest in and to the said trademark applications and in and to any registrations, renewals and extensions that may be granted thereon, together with the goodwill of the business connected therewith;

THEREFORE, BE IT KNOWN that for and consideration of the sum of One Dollar (\$1.00) to it in hand paid, and other good and valuable consideration, the receipt of which is hereby acknowledged, said Assignors do hereby assign, and transfer unto the said Assignee, its successors or assigns, the entire right, title and interest in and to the said trademark applications, and in and to any registrations, renewals and extensions that may be granted thereon, together with the goodwill of the business connected therewith and any right to recover for past infringement thereof.

DATED: April 12
1999


Assignor


Assignee

POWER OF ATTORNEY

Applicant appoints Mark I. Peroff, Keith E. Danish, Lloyd Parodneck, Michael J. Brown, Irving M. Fishman, and all members of the Bar of the State of New York, of the Firm of Trademark & Patent Counselors of America, P.C., 915 Broadway, New York 10010, (212) 387-0247, its attorneys, to prosecute this application to register with full powers of substitution and revocation, to transact all business in the Patent & Trademark Office in connection therewith, and to receive the Certificate of Registration. Please address all correspondence in this matter to the attention of: Mark I. Peroff, Esq.

APPOINTMENT OF DOMESTIC REPRESENTATIVE

The Firm of Trademark & Patent Counselors of America, P.C., 915 Broadway, New York 10010 (212) 387-0247, is hereby designated applicant's representative upon whom notices or process in proceedings affecting the mark may be served.

SANTANDER INVESTMENT BANK, LTD

A handwritten signature in black ink, appearing to read "M. Peroff", is written over a horizontal line.