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1 SHEET
ONLY

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

101121662

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Corporacion Bancaria de Espana, S.A.

- Individual(s)
- General Partnership
- Corporation-State
- Other A corporation of Spain
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: September 30, 1998

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

Name: Argentaria, Caja Postal y Banco Hipotecario, S.A.
Internal Address: Paseo de Recoletos

Street Address: _____
City: Madrid State: Spain ZIP: 10-28001

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State _____
- Other A corporation of Spain

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from Assignment)
Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

75/374461
75/390915

B. Trademark registration No.(s)

2,083,046
2,221,042

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: August G. Maron, Of Counsel

Internal Address: _____

Nims, Howes, Collison, Hansen & Lackert

Street Address: 605 Third Avenue

Suite 3500

City: New York State: NY ZIP: 10158

6. Total number of applications and registrations involved: _____

4

7. Total fee (37 CFR 3.41): _____ \$ 115.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: _____

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.

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.

August G. Maron, Esq.

Name of Person Signing

Signature

Date

Total number of pages comprising cover sheet: _____

6

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

08/18/1999 NTHAI1 00000316 75374461

01 FC:481
02 FC:482

40.00 OP
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Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

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TRADEMARK
REEL: 001944 FRAME: 0850

STATE SEAL

25 Pta. Stamp

2R5005694

Two stamps of the Notary Public's Office of Mr. José Luis Martínez Gil – Notary Public
Telephone nos. 575-8006 575-8006 Castelló 66 – 1º - 28001 Madrid

I, JOSE LUIS MARTINEZ GIL, Notary Public of Madrid, Attest: -----

That I have in front of me the first copy of the deed of merger by absorption authorized by me on the 30th. day of September 1998, under protocol order number 3363, from which it results: -----

- The merger by absorption in virtue of which "CORPORACION BANCARIA DE ESPAÑA, S.A. absorbed "BANCO EXTERIOR DE ESPAÑA, S.A.", "CAJA POSTAL, S.A." (Unipersonal Company), and "BANCO HIPOTECARIO DE ESPAÑA, S.A." (Unipersonal Company), the latter being dissolved, without liquidation, by means of block transfer of all of their respective patrimony to "CORPORACION BANCARIA DE ESPAÑA, S.A.", which took over all the rights and liabilities of the three dissolved companies. -----

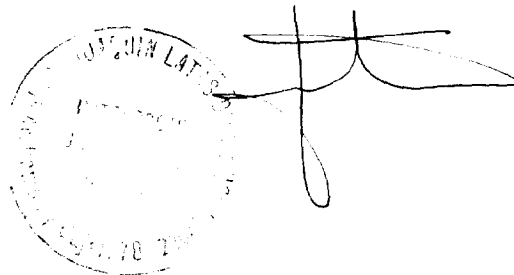
- The change of corporate name from "CORPORACION BANCARIA DE ESPAÑA, S.A." to that of "ARGENTARIA, CAJA POSTAL Y BANCO HIPOTECARIO, Sociedad Anónima." -----

- The cited first copy was recorded in the Commercial Registry of Madrid, in volume 12121, folio 178, section 8, under number M-21228, 157th. and 158th. recordals.-----

The attested part agrees with that which is expressed in the cited first copy, which I abide by, without that which has been omitted therefrom having anything that alters, limits, restricts, modifies or conditions that which has been transcribed. And in witness whereto the present certification is issued on this sheet of paper of exclusive use for notarial documents, of twenty-five pesetas, which I mark, sign and flourish in Madrid, on the seventeenth of December nineteen ninety-eight.-

The undersigner, José Joaquín Latas Díez, sworn translator of the English language certifies that the preceding translation is a true and complete version of the document in Spanish which is attached hereto.

Madrid, 23 April 1999

A handwritten signature in black ink, appearing to read 'J. Latas', is written over a circular notary seal. The seal contains the name 'JOSE JOAQUIN LATAS' and other illegible text.



JOSE LUIS MARTINEZ GIL
NOTARIO
 Tels. 575-80-06 - 575-80-07
 Castelló 66, 1º - 28001 Madrid

Yo, JOSE LUIS MARTINEZ GIL, Notario de Madrid, DOY
FE: -----

Que tengo a la vista la primera copia de la escritura de fusión por absorción autorizada por mí el día 30 de septiembre de 1.998, con el número 3.363 de orden de protocolo, de la que resulta: --


- La fusión por absorción en virtud de la cual "CORPORACION BANCARIA DE ESPAÑA, S.A." absorbió a "BANCO EXTERIOR DE ESPAÑA, S.A.", "CAJA POSTAL, S.A." (Sociedad Unipersonal), " y "BANCO HIPOTECARIO DE ESPAÑA, S.A." (Sociedad Unipersonal), quedando éstas tres últimas disueltas, sin liquidación, mediante el traspaso en bloque de la totalidad de su respectivo patrimonio a "CORPORACION BANCARIA DE ESPAÑA, S.A.", que asumió la totalidad de los derechos y obligaciones de las tres sociedades disueltas. -----

- El cambio de denominación de "CORPORACION BANCARIA DE ESPAÑA, S.A." por la de "ARGENTARIA, CAJA POSTAL Y BANCO HIPOTECARIO, Sociedad Anónima".

101318

- La citada primera copia fue inscrita en el Registro Mercantil de Madrid, en el tomo 12.121, folio 178, sección 8ª, hoja número M-21.228, inscripciones 157ª y 158ª. -----

Lo testimoniado en relación concuerda con lo que consta en la expresada primera copia, a que me remito, sin que en lo omitido de la misma haya nada que altere, limite, restrinja, modifique o condicione lo transcrito. Y para que conste se extiende el presente testimonio, en este folio de papel de uso exclusivo para documentos notariales, de veinticinco pesetas, que signo, firmo y rubrico en Madrid, a diecisiete de diciembre de mil novecientos noventa y ocho.-

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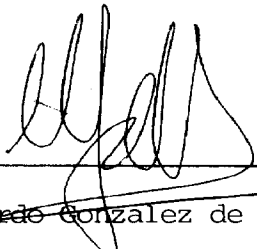
APPOINTMENT OF DOMESTIC REPRESENTATIVE

NIMS, HOWES, COLLISON, HANSEN & LACKERT, whose postal address is 605 Third Avenue, New York, New York 10158, is hereby designated applicant's representative upon whom notices or process in proceedings affecting the mark may be served.

POWER OF ATTORNEY

Applicant hereby appoints Clark W. Lackert, Oliver P. Howes, Jr., and William R. Hansen, members of the firm of NIMS, HOWES, COLLISON, HANSEN & LACKERT, at 605 Third Avenue, New York, New York 10158, all of whom are members of the Bar of the State of New York, its attorneys, with full powers of substitution and revocation, to prosecute this application for ^{recordal} ~~registration~~, to make alterations and amendments therein, to transact all business in the Patent and Trademark Office in connection therewith, and to receive the certificate of ^{recordal} ~~registration~~.

Date: 5 April 1.999

By: 
Name: Mr. Eduardo Gonzalez de Andres
Title: General Assistant Manager