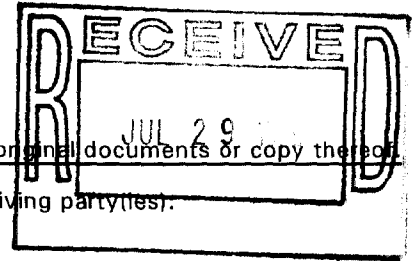


RE

10-19-1999



REGISTRATION FORM COVER SHEET  
TRADEMARKS ONLY



To th 101175871

Trademarks: Please record the attached original documents or copy thereof

1. Name of conveying party(ies):

HSBC AMERICAS, INC.

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

Name: HSBC USA INC.

Internal Address: OFFICE OF GENERAL COUNSEL

Street Address: One HSBC Center, Floor 27

City: Buffalo State: NY Zip: 14203

- Individual(s)
- General Partnership
- Corporation-State
- Other

Individual(s) citizenship

- Association
- General Partnership
- Limited Partnership
- Corporation-State Delaware
- Other

Additional name(s) of conveying party(ies) attached?

Yes  No

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

3. Nature of conveyance:

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

Execution Date: 7/30/99

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

A. Trademark Application No.(s)

(1) 75/466059

B. Trademark Registration No.(s)

(2) 1,286,351 (recorded at Reel No. 1867, Frame 0844.)

(continued on page 2.)

Additional numbers attached  Yes  No

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

Name: Marion K. Henderson

Internal Address: Office of General Counsel  
Floor 27

Street Address: One HSBC Center

City Buffalo State NY Zip 14203

6. Total number of applications and registration involve 12

7. Total fee (37 CFR 3.4) \$ 315.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

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

315E

08/03/1999 DNGUYEN 00000004 1286351

82 FC:481

40.00 BP  
275.00 BP

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.

Marion K. Henderson

Name of Person Signing

Marion K. Henderson

Signature

7/30/99

Date

Total number of pages comprising cover sheet: 2

TRADEMARK  
REEL: 001975 FRAME: 0574

TRADEMARKS ONLY  
RECORDATION FORM COVER SHEET  
PAGE 2 OF 2

Name of conveying Party:

HSBC AMERICAS, INC.

Name of receiving party:

HSBC USA INC.

Continuation of Item 4B:

- (3) 1,289,329 - (Recorded at Reel No. 1867, Frame 0844).
- (4) 1,548,616 - (Recorded at Reel No. 1412, Frame 0078).
- (5) 1,626,292 - (Recorded at Reel No. 1412, Frame 0078).
- (6) 1,744,781 - (Recorded at Reel No. 1412, Frame 0078).
- (7) 1,973,027 - (Recorded at Reel No. 1412, Frame 0078).
- (8) 2,062,335
- (9) 2,116,971
- (10) 2,141,590
- (11) 2,233,104

I, DEBORAH A. WIESNER, do hereby certify that the foregoing documents are being deposited with the United States Postal Service as Express Mail, postage prepaid, in an envelope addressed to the Assistant Commissioner of Trademarks, 4000 Crystal Drive, Arlington, Virginia 22202-3513, on this 30th day of July, 1999.

Deborah A. Wiesner  
(Signature)

HB150911497 12S  
Express Mail Label Number

7/30/99  
Date of Deposit

↑ 1213 Jefferson Davis Highway  
Suite 320  
Washington, DC 20231

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "HSBC AMERICAS, INC.", CHANGING ITS NAME FROM "HSBC AMERICAS, INC." TO "HSBC USA INC.", FILED IN THIS OFFICE ON THE TWENTY-SEVENTH DAY OF MAY, A.D. 1999, AT 9 O'CLOCK A.M.

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



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

0268504 8100

AUTHENTICATION: 9772018

991213152

DATE: 05-27-99

TRADEMARK

REEL: 001975 FRAME: 0576

CERTIFICATE OF AMENDMENT  
OF  
RESTATED CERTIFICATE OF INCORPORATION  
OF  
HSBC AMERICAS, INC.

HSBC Americas, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware DOES HEREBY CERTIFY:

FIRST: that a resolution was adopted at a regular meeting of the Board of Directors of said corporation, at which a quorum was present and acting throughout, proposing and declaring advisable the following amendment to the Certificate of Incorporation of said corporation:

RESOLVED, that the Certificate of Incorporation be amended at Article First to change the corporate name so that Article First reads in its entirety as follows:

The name of this corporation is HSBC USA  
Inc.

SECOND: that the aforesaid amendment was duly adopted pursuant to a written consent adopted by the sole holder of all outstanding shares of common stock par value \$5.00 per share, of HSBC Americas, Inc. in accordance with the applicable provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

THIRD: that the effective date of this amendment shall be June 28, 1999.

IN WITNESS WHEREOF, said HSBC Americas, Inc. has caused this certificate to be signed by Robert M. Butcher, its Executive Vice President and Chief Financial Officer, and attested by Philip S. Toohey, its Secretary, this 26 of May, 1999.

HSBC AMERICAS, INC.

By Robert M. Butcher  
Executive Vice President and  
Chief Financial Officer

ATTEST:

By Philip S. Toohey  
Secretary