

TRAD

10-11-2000



101482716

To the Honorable Commissioner of Patents and Trademarks: Please record the attached orig.

1. Name of conveying party(ies):

Banco Bilbao Vizcaya, S.A.

8-14-00

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

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

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

Name: Banco Bilbao Vizcaya Argentaria, S.A.

Internal Address: _____

Street Address: Plaza de San Nicolas 4

City: 48005 Bilbao State: SPAIN ZIP: _____

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

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: March 17, 2000

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

If this document is being filed together with a new application, the execution date of the application is: _____

A. Trademark Application No.(s) (SEE ATTACHED LIST) B. Trademark Registration No.(s) (SEE ATTACHED LIST)

Additional Application/Registration Numbers attached? Yes No

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

Name: Henry H. Skillman
Address: DANN, DORFMAN, HERRELL AND SKILLMAN, P.C.
1601 Market Street, Suite 720, Philadelphia, PA 19103-2307
Telephone: (215) 563-4100 Facsimile: (215) 563-4044

6. Total number of applications and registrations involved: 27

7. Total Fee (37 CFR 3.41) \$ 690.00

- Enclosed
- Authorized to be charged to deposit account

8. In the event a fee is required and is not enclosed, or the check enclosed is improper, or the fee calculation is in error, the Commissioner is authorized to charge any underpayment or credit any overpayment to the account of the undersigned attorneys.

Deposit Account Number: 04-1406

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(s).

Henry H. Skillman, Reg. No. 17,352
Name of Attorney Signing

Henry H. Skillman
Signature of Attorney

August 11, 2000
Date

Total number of pages including cover sheet, attachments and document: 8

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents and Trademarks
Box Assignments
Washington, DC 20231

10/06/2000 DBYRNE 00000134 041406 75836515

01 FC:481 40.00 CH
02 FC:482 650.00 CH



08-14-2000
U.S. Patent & TMO/TM Mail Rcpt Dt. #10

COUNTRY	REFERENCE#	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
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BANCO BILBAO VIZCAYA ARGENTARIA

UNITED STATES	T02631US0	11/23/1999	75/856,515			PENDING	09
UNITED STATES	T02631US1	11/23/1999	75/856,402			PENDING	16
UNITED STATES	T02631US2	11/23/1999	75/856,409			PENDING	35
UNITED STATES	T02631US3	11/23/1999	75/856,401			PENDING	36
UNITED STATES	T02631US4	11/23/1999	75/856,248			PENDING	38

BBV

UNITED STATES	P-85/88-15	01/09/1989	773,815	02/26/1991	1,636,297	REGISTERED	36
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BBV AMERICA

UNITED STATES	T02075US0-06	04/23/1998	75/473,004	04/11/2000	2,339,816	REGISTERED	36
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BBV BILBAO VIZCAYA

UNITED STATES	P-85/88-16	01/09/1989	773,797	04/16/1991	1,641,514	REGISTERED	
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BBVA

UNITED STATES	T02630US0	11/23/1999	75/856,358			PENDING	16
UNITED STATES	T02630US1	11/23/1999	75/856,257			PENDING	09
UNITED STATES	T02630US2	11/23/1999	75/856,544			PENDING	35
UNITED STATES	T02630US3	11/23/1999	75/856,407			PENDING	36
UNITED STATES	T02630US4	11/23/1999	75/856,357			PENDING	38

BBVA (in color, namely Pantone Reflex Blue)

UNITED STATES	T02632US0	01/28/2000	75/905,974			PENDING	38
UNITED STATES	T02632US1	01/28/2000	75/904,725			PENDING	36
UNITED STATES	T02632US2	01/28/2000	75/905,944			PENDING	35
UNITED STATES	T02632US3	01/28/2000	75/905,773			PENDING	16
UNITED STATES	T02632US4	01/28/2000	75/904,739			PENDING	09

EUROLATIN EXPORT BBV

UNITED STATES	T01249US0	06/24/1997	75/314,187	02/02/1999	2,221,288	REGISTERED	36
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BB BANCO DE BILBAO

United States		06/06/1980	73/265,174	03/27/84	1,272,114	Registered	36
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COUNTRY	REFERENCE#	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
EUROLATIN TRADE BBV							
UNITED STATES	T01250US0	06/24/1997	75/314,038	01/05/1999	2,215,953	REGISTERED	36
GRUPO EUROLATINOAMERICANO BBV							
UNITED STATES	M.119/97	05/15/1997	75/292,713	12/29/1998	2,213,945	REGISTERED	36
LATINBANK							
UNITED STATES	T02629US0	11/23/1999	75/856,259			PENDING	36
UNITED STATES	T02629US1	11/23/1999	75/856,408			PENDING	35
UNITED STATES	T02629US2	11/23/1999	75/856,403			PENDING	16
LATINDAT							
UNITED STATES	T01620US0	07/09/1997	75/321,699	06/08/1999	2,250,861	REGISTERED	9
LATINWATCH							
UNITED STATES	T02221US0	07/09/1998	75/321,614	11/03/1998	2,201,191	REGISTERED	16
END OF REPORT						TOTAL ITEMS SELECTED =	31

Power of Attorney and Designation of Domestic Representative

The undersigned hereby appoints **DANN, DORFMAN, HERRELL AND SKILLMAN**, a Professional Corporation, of Philadelphia, PA, and the individual listed below, its **attorneys** to file and prosecute any and all applications for registration of the trademarks and service marks of the undersigned in the United States, to sign all documents in connection with the registration and maintenance of the registration in the United States, and to receive the Certificate of Registration which may be issued in the United States in connection therewith.

Henry H. Skillman, Reg. No. 17,352

The following U.S. resident is hereby designated **domestic representative** of the undersigned upon whom notices or process in proceedings in the United States, affecting the trademarks and service marks of the undersigned may be served:

DANN, DORFMAN, HERRELL AND SKILLMAN
1601 Market Street - Suite 720
Philadelphia, PA 19103-2307

BANCO BILBAO VIZCAYA ARGENTARIA, S.A.

By ENRIQUE JOSE SIRVENT SUAREZ

Its: Duly Authorized Representative

6-3-2000

Date

CERTIFICATE
THE BUSINESS REGISTER OF THE PROVINCE OF VIZCAYA
BILBAO



To the Business Registrar of Vizcaya

08-14-2000
U.S. Patent & TMOtc/TM Mail Rcpt Dt. #10

APPLICATION FOR CERTIFICATION

I, Francisco Javier Borjabaz Camarero, of age, holder of National Identity Document No. 14828860, on behalf of PROPI, S.L. with registered offices in Madrid at calle JorgeJuan no. 19, Tax Code No. B-28551786,

HEREBY DECLARE AS FOLLOWS:

I am required to evidence certain details concerning the company named BANCO BILBAO VIZCAYA ARGENTARIA, S.A. and, accordingly,

HEREBY APPLY for certification of the following points:

- The date of the merger between Banco Bilbao Vizcaya and Argentaria.
- The date of change of name.
- The change of name from "Banco Bilbao Vizcaya, S.A." to "Banco Bilbao Vizcaya Argentaria, S.A."
- The date and details of entry in the Business Register.

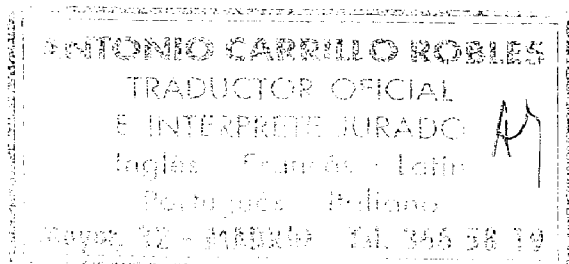
Bilbao, March 17 2000. Signed.

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I, the Business Registrar of the Province of Vizcaya,

HEREBY CERTIFY AS FOLLOWS: That, pursuant to the above petition signed by Francisco Javier Borjabaz Camarero requesting the certification referred to there, the Books in this Archive have been examined with the following results:

ONE.- On January 28 2000, the MERGER was entered in this Business Register – along with other resolutions – of "BANCO BILBAO VIZCAYA, SOCIEDAD ANÓNIMA", with "ARGENTARIA, CAJA POSTAL Y BANCO HIPOTECARIO, SOCIEDAD ANÓNIMA", with the takeover of the latter by the former which acquired, en bloc, all the Assets and Liabilities of the company taken



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REEL: 002152 FRAME: 0861

over, by universal succession, with the takeover company subrogating in the rights and obligations of the company taken over. And the change of name of "BANCO BILBAO VIZCAYA, SOCIEDAD ANÓNIMA" to "BANCO BILBAO VIZCAYA ARGENTARIA, SOCIEDAD ANÓNIMA", according to a deed executed in Bilbao on January 25 2000 before the Notary José María Arriola Arana, No. 149 of the record. And Additional Testimony issued on January 25 2000 by the aforesaid Notary, leading to entry 1035 at folio 1 of Volume 3858 of Corporations, Page No. 17 A.

TWO.- The foregoing is in line with the Register records.

In witness whereof, I hereby sign this certificate which is drawn up following the petition, on this sheet of official paper, in Bilbao on this twentieth day of March two thousand. Signed and sealed by the Register.

I, ANTONIO CARRILLO ROBLES,
sworn translator of English, HEREBY
CERTIFY that the foregoing is a full and
true translation of the original document
in Spanish.

Madrid, 03/04/00

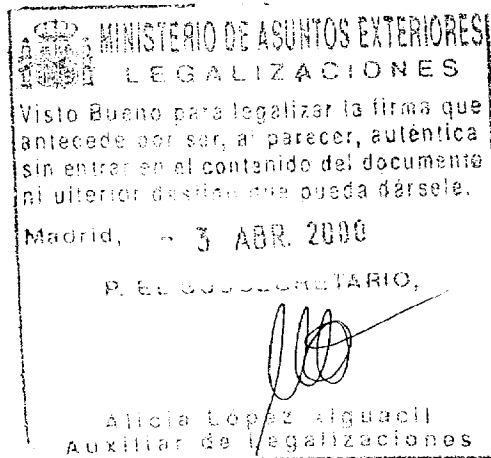
ANTONIO CARRILLO ROBLES,
Intérprete Jurado de inglés, certifica que
la que antecede es traducción fiel y
completa al inglés de un documento
redactado en español.

En Madrid a 03/04/00



Antonio Carrillo Robles

ANTONIO CARRILLO ROBLES



SOLICITUD DE CERTIFICACION

D. Francisco Javier Borjabaz Camarero, mayor de edad, con D.N.I. nº 14828860, en nombre de PROPI, S.L., domiciliada en Madrid, calle Jorge Juan, nº 19, y con el C.I.F. nº B-28551786, acude a V.S. y con el debido respeto y consideración

EXPONE:

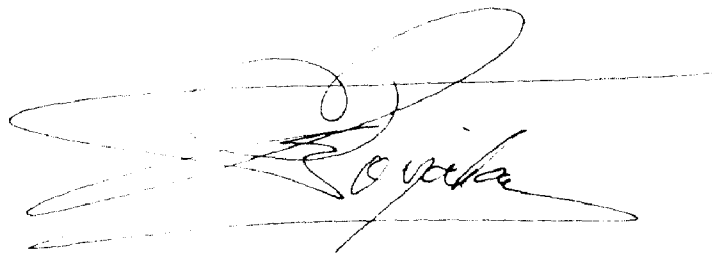
Que teniendo que acreditar determinadas circunstancias relativas a la Compañía Mercantil denominada "BANCO BILBAO VIZCAYA ARGENTARIA, S.A.",

SOLICITA, sea expedida certificación acreditativa de los siguientes extremos:

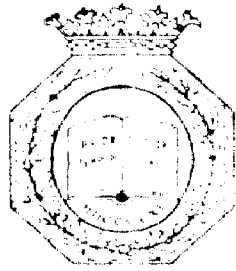
- Fecha de la fusión del Banco Bilbao Vizcaya con Argentaria,
- Fecha del cambio de denominación,
- Cambio de denominación de "Banco Bilbao Vizcaya, S.A. por Banco Bilbao Vizcaya Argentaria, S.A.",
- Fecha y datos de inscripción en el Registro Mercantil.

y suplica a V.S. se digne expedir la meritada certificación.

Bilbao, a 17 de Marzo de 2000



Ilre. Sr. Registrador Mercantil de Vizcaya



REGISTRADOR MERCANTIL DE LA PROVINCIA DE VIZCAYA.

C E R T I F I C O: Que en vista de la instancia que precede suscrita por Don Francisco Javier Borjabaz Camarero, en representación de la entidad "Propi, S.L.", interesándose se le expida certificación a que en la misma se refiere se han examinado los Libros del Archivo a mi cargo y de ellos resulta:-----

PRIMERO.- Que con fecha 28 de Enero de 2.000, se inscribió en este Registro Mercantil -entre otros acuerdos-, la FUSION de "BANCO BILBAO VIZCAYA, SOCIEDAD ANONIMA" con "ARGENTARIA, CAJA POSTAL Y BANCO HIPOTECARIO, SOCIEDAD ANONIMA", mediante la absorción de la última por la primera que adquiere en bloque todo el Activo y Pasivo de la Sociedad Absorbida a título de sucesión universal, subrogándose la absorbente en todos los derechos y obligaciones de aquella; Así como el cambio de denominación de "BANCO BILBAO VIZCAYA, SOCIEDAD ANONIMA" por "BANCO BILBAO VIZCAYA ARGENTARIA, SOCIEDAD ANONIMA"; En virtud de escritura otorgada en Bilbao, el día 25 de Enero de 2.000, ante el Notario Don José María Arriola Arana, nº 149, en unión de testimonio complementario expedido el día 25 de Enero de 2.000 por el citado Notario, que motivó la inscripción 1.039ª, al folio 1, del Tomo 3.858 de Sociedades, Hoja Nº 17 A.-----

SEGUNDO.- Lo que antecede está conforme con lo que del Registro resulta.-----

Y para que conste, firmo la presente que va extendida a continuación de la instancia en el presente pliego de papel Oficial, en Bilbao, a diecisiete de Marzo de dos mil.