

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002)

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

Tab settings

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

1. Name of conveying party(ies): Travelers Group Inc.

- Individual(s), Association, General Partnership, Limited Partnership, Corporation-State, Other

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

3. Nature of conveyance:

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

Execution Date: October 8, 1998

2. Name and address of receiving party(ies)

Name: Citigroup Inc.

Internal Address:

Street Address: 425 Park Avenue, 2nd Floor

City: New York State: NY Zip: 10043

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State Delaware, 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

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 2,146,585 2,146,586

Additional number(s) attached Yes No

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

Name: William M. Borchard, Esq.

Internal Address: Cowan, Liebowitz & Latman, P.C.

Street Address: 1133 Avenue of the Americas

City: New York State: NY Zip: 10036

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41) \$ 65.00

- Enclosed, Authorized to be charged to deposit account

8. Deposit account number:

03-3415

(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.

William M. Borchard

Name of Person Signing

Signature

October 9, 2002

Date

Total number of pages including cover sheet, attachments, and document: 3

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

CERTIFICATE OF FACSIMILE TRANSMISSION

The undersigned hereby certifies that the above-captioned correspondence is being transferred by facsimile to the United States Patent and Trademark Office on the date shown above.

Signature: William M. Borchard Dated October 9, 2002

*State of Delaware*  
*Office of the Secretary of State*

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 "TRAVELERS GROUP INC.", CHANGING ITS NAME FROM "TRAVELERS GROUP INC." TO "CITIGROUP INC.", FILED IN THIS OFFICE ON THE EIGHTH DAY OF OCTOBER, A.D. 1998, AT 8:01 O'CLOCK A.M.



*Edward J. Freel*

Edward J. Freel, Secretary of State

9653569

AUTHENTICATION:

03-26-99

DATE:

2154254 8100

991119685

TRADEMARK  
REEL: 002559 FRAME: 0622

**CERTIFICATE OF AMENDMENT  
TO THE  
RESTATED CERTIFICATE OF INCORPORATION  
OF  
TRAVELERS GROUP INC.**

Pursuant to Section 242 of the General  
Corporation Law of the State of Delaware

**TRAVELERS GROUP INC.**, a Delaware corporation (the  
"Corporation") does hereby certify as follows:

**FIRST:** Article **FIRST** of the Restated Certificate of Incorporation  
of the Corporation is hereby amended to read in its entirety as set forth below:

**FIRST:** The name of the Corporation is: Citigroup Inc.

**SECOND:** The first sentence of paragraph A, Article **FOURTH** of the  
Restated Certificate of Incorporation of the Corporation is hereby amended to read in its  
entirety as follows:

The total number of shares of Common Stock which the  
Corporation shall have the authority to issue is six billion shares of  
Common Stock having a par value of one cent (\$.01) per share.

**THIRD:** The foregoing amendment has been duly adopted in  
accordance with the provisions of Section 242 of the General Corporation Law of the  
State of Delaware.

**IN WITNESS WHEREOF**, Travelers Group Inc. has caused this  
certificate to be executed in its corporate name this 8<sup>th</sup> day of October, 1998.

TRAVELERS GROUP INC

By: Charles O. Prince, III  
Charles O. Prince, III  
Executive Vice President

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 08:01 AM 10/08/1998  
981386709 - 2154254