

FORM PTO-1594 **RECORDATION FORM COVER SHEET** U.S. DEPARTMENT OF COMMERCE  
 1-31-92 **TRADEMARKS ONLY** Patent and Trademark Office

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

<p>1. Name of conveying party(ies):          Travelers Group Inc.          388 Greenwich Street          New York, NY 10013</p> <p><input type="checkbox"/> Individual(s)                    <input type="checkbox"/> Association  <input type="checkbox"/> General Partnership           <input type="checkbox"/> Limited Partnership  <input checked="" type="checkbox"/> Corporation: Delaware  <input type="checkbox"/> Other</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>3. Nature of conveyance:  <input type="checkbox"/> Assignment                    <input type="checkbox"/> Merger  <input type="checkbox"/> Security Agreement           <input checked="" type="checkbox"/> Change of Name  <input type="checkbox"/> Other:</p> <p>Execution Date: October 8, 1998</p>	<p>2. Name and address of receiving party(ies):          Citigroup Inc.          399 Park Avenue          New York, NY 10043</p> <p><input type="checkbox"/> Individual(s) citizenship: _____  <input type="checkbox"/> Association _____  <input type="checkbox"/> General Partnership _____  <input type="checkbox"/> Limited Partnership _____  <input checked="" type="checkbox"/> Corporation - Delaware _____  <input type="checkbox"/> Other:</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No          (Designations must be a separate document from Assignment)</p> <p>Additional name(s) &amp; address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
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<p>4. Application number(s) or registration number(s):          A. Trademark Application No.(s)</p>	<p>B. Trademark Registration No.(s): 2,095,161; 2,159,184; and 2,155,111</p>
<p>Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	

<p>5. Name and address of party to whom correspondence concerning document should be mailed:          Name: Sean P. Merrill, Esq.          Internal Address: Cummings &amp; Lockwood          Street Address: 700 State Street          Post Office Box 1960          City: New Haven State: CT Zip: 06509-1960</p>	<p>6. Total number of applications and registrations involved: ..... [ 3 ]</p> <p>7. Total fee (37 CFR 3.41): ..... \$90.00  <input type="checkbox"/> Enclosed  <input checked="" type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: 50-1158          (Attach duplicate copy of this page if paying by deposit account)</p>
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**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.*

Signature Sean P. Merrill November 14, 2002

Total number of pages comprising cover sheet: [ 2 ]

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

Commissioner of Patents and Trademarks  
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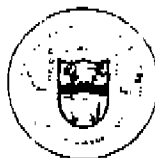
Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

State of Delaware  
Office of the Secretary of State

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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.

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



*Edward J. Freel*

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE: 9344191 TRADEMARK

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**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 (\$0.01) 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  
Executive Vice President

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 09:01 AM 10/08/1998  
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