



102384793

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

1. Name of conveying party(ies): HSBC USA Inc. 3-403
Individual(s) Association
General Partnership Limited Partnership
Corporation-State Maryland
Other
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: HSBC Business Credit (USA) Inc.
Internal
Address:
Street Address: One HSBC Center, 29th Floor
City: Buffalo State: NY Zip: 14203
Individual(s) citizenship
Association
General Partnership
Limited Partnership
Corporation-State Delaware
Other
If assigned is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designation must be a separate document from assignment)
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:
Assignment Merger
Security Agreement Change of Name
Other
Execution Date: January 29, 2003

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
Additional number(s) attached

B. Trademark Registration No.(s)
2,264,039
Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Miriam J. Rovner, Senior Legal Assistant
Internal Address:
Street Address: Goodwin Procter LLP Exchange Place
City: Boston State: MA Zip: 02109-2881

6. Total number of applications and registrations involved: 1
7. Total fee (37 CFR 3.41) \$ 40.00
Enclosed
Authorized to be charged to deposit account
8. Deposit account number: 07-1700
(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.

Rachelle A. Kagan

Signature

March 4, 2003

Name of Person signing

Signature

4

Date

Total number of pages include cover sheet, attachments, and document:

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40.00 UP

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

CPI #1703/201 LIBC/1680276.1

TRADEMARK REEL: 002685 FRAME: 0900

TRADEMARK ASSIGNMENT

This Trademark Assignment (the "Assignment") is entered into this 29 day of January 2003 by and between HSBC USA Inc., a Maryland corporation ("Assignor"), and HSBC Business Credit (USA) Inc., a Delaware corporation ("Assignee").

WHEREAS, Assignor is the owner of the trademarks, service marks and trade names set forth on Schedule 1 attached hereto and incorporated herein by this reference, including all applications or registrations therefor (the "Mark");

WHEREAS, Assignee has been using the Mark in the conduct of its business with Assignor's permission;

WHEREAS, Assignor now wishes to assign the Mark to Assignee, and Assignee is desirous of acquiring the Mark from Assignor.

NOW, THEREFORE, in consideration of the premises set forth above and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby transfers, conveys, and assigns to Assignee, and Assignee hereby accepts from Assignor, all Assignor's right, title, and interest in and to the Mark together with the goodwill associated with the Mark, including all federal and state trademark registrations thereof and applications therefor, as well as all common law rights thereto. Assignee shall have the sole right to sue and collect damages and/or profits for both past and present infringements of the Mark.

IN WITNESS WHEREOF, the parties hereto have caused this Assignment to be executed by their respective duly authorized representatives as of the day and year above written.

ASSIGNOR:

HSBC USA INC.

By: Philip S. Toohay
Name: Philip S. Toohay
Title: SEVP and Secretary

ASSIGNEE:

HSBC BUSINESS CREDIT (USA) INC.

By: M. Hentab
Name: _____
Title: Vice President

STATE OF NEW YORK)
) SS.
COUNTY OF ERIE)

On this 15th day of January, 2003, before me personally appeared Philip S. Toohay to me personally known, who, being by me duly sworn, did say that (s)he is the Sixth and Secretary of HSBC USA Inc., a Maryland corporation, and that said instrument was signed and sealed on behalf of said corporation, by all necessary authority; and said Philip S. Toohay acknowledged said instrument to be the free act and deed of said corporation.

In witness whereof, I have hereunto attached my hand and notarial seal, at the County and State aforesaid on the day and year last above written.

Craig N. Wright
Notary Public

My Commission Expires: _____

CRAIG N. WRIGHT
No. 02WR6069605
Notary Public, State of New York
Qualified in Erie County
My Commission Expires 2/11/2006

SCHEDULE 1

MARK

Mark	United States Registration Number	Registration Date
CONCORD COMMERCIAL	No. 2,264,039	July 27, 1999