

11-13-2003

IN THE UNITED STATES



TRADEMARK OFFICE
SHEET

11703

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Mail Stop Assignment Recordation Services
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Sir:

Please record the attached original documents or copies thereof.

1. Submission Type:

- New
- Resubmission (Non-Recordation) – Document ID# _____
- Correction of PTO Error: Reel # _____ Frame # _____
- Corrective Document: Reel # _____ Frame # _____

2. Name Of Conveying Party(ies):

Name: Republic New York Corporation

Formerly _____

Execution Date (Month/Day/Year) January 3, 2000

- | | |
|---|--|
| <input type="checkbox"/> Individual(s) | <input type="checkbox"/> Association |
| <input type="checkbox"/> General Partnership | <input type="checkbox"/> Limited Partnership |
| <input checked="" type="checkbox"/> Corporation | <input type="checkbox"/> Other _____ |

Citizenship/State of Incorporation Maryland

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

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

Name: HSBC USA Inc.

DBA/AKA/TA: _____

Address: 425 Fifth Avenue

City New York Country New York ZIP 10018

- Individual(s) _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation- _____
- Other Company _____

2003 NOV -7 AM 8:21
OPR/FINANCE

11/12/2003 DBYRNE 00000072 134500 1806382

01 FC:0521 40.00 DA
804867 v1

Citizenship/State of Incorporation Maryland

If assignee is not domiciled in the U.S., a domestic representative designation is attached: Yes No
(Designation must be a separate document from Assignment).

Additional name(s) & address(es) attached? Yes No

4. Conveyance Type:

- | | |
|---|--|
| <input type="checkbox"/> Assignment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> Security Agreement | <input checked="" type="checkbox"/> Change of Name |
| <input type="checkbox"/> License | <input type="checkbox"/> Nunc Pro Tunc Assignment |
| <input type="checkbox"/> Other | |

Effective Date: _____ (if nunc pro tunc assignment)

5. Application Number(s) and marks or Registration Number(s) and marks:

Trademark Application No.(s) _____ (Mark: _____); _____

Trademark registration No.(s) 1806382 (Mark: SAFRA); _____

Additional numbers attached? Yes No

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

Name: Dickerson M. Downing, Esq. c/o Morgan & Finnegan L.L.P.

Internal Address: _____

Street Address: 345 Park Avenue

City New York State NY ZIP 10154

Area Code and Telephone Number (212) 415-8752

7. Total number of applications and registrations involved: 1

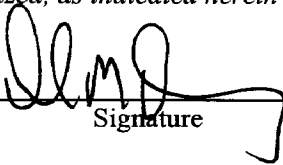
8. Total fee (37 CFR 3.41):.....\$ 40.00

- Enclosed
 Authorized to be charged to deposit account

9. Deposit Account Number: 13-4500. Authorization to charge additional fees to deposit account: Yes No

10. Statement and Signature

Charges to deposit account are authorized, as indicated herein

Dickerson M. Downing  11-7-03
Name of Person Signing Signature Date

Total amount of pages in cover sheet: 3

FORM: REC-TM.NY
Rev. 10/04/94

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
ARTICLES OF AMENDMENT APPROVED FOR RECORD

OF 1/3/2000 at 9:10 a.m.

REPUBLIC NEW YORK CORPORATION

Republic New York Corporation, a Maryland corporation (the "Corporation"), certifies to the State Department of Assessments and Taxation of the State of Maryland as follows:

FIRST: The Charter of the Corporation is hereby amended by deleting Article SECOND in its entirety and inserting in its place the following:

"SECOND: The name of the Corporation (the "Corporation") is HSBC USA Inc."

SECOND: The amendment effected by these Articles was approved and advised by the Board of Directors by unanimous written action on December 31, 1999, in accordance with the Maryland General Corporation Law (the "MGCL") and the Charter of the Corporation. Pursuant to Section 2-605 of the MGCL, the amendment effected by these Articles does not require action by the stockholders of the Corporation.

IN WITNESS WHEREOF, the Corporation has caused these Articles to be signed in its name and on its behalf this 3rd day of January, 2000 by its President who acknowledges that these Articles are the act of the Corporation and that, to the best of his knowledge, information and belief and under penalties for perjury, all matters and facts contained in these Articles are true in all material respects.

ATTEST:

REPUBLIC NEW YORK CORPORATION

Philip S. Toohy
Philip S. Toohy
Secretary
7490-001

By: Youssef A. Nasr (SEAL)
Youssef A. Nasr
President

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
I hereby certify that this is a true and complete copy of the 2 page document on file in this office. DATED: 1/3/00
STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
BY: [Signature], Custodian
This stamp replaces our previous certification system. Effective: 6/95