

FORM PTO-1618  
(Rev. 11/99)  
OMB No. 0651-0011 (exp. 6/99)


# RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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

To the Honorable Commissioner for Patents and Trademarks: Please record the attached original document(s) or copy(ies).

<p>1. Name of conveying party(ies):</p> <p style="text-align: center;">Household International, Inc.</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  <input type="checkbox"/> Other:         </p> <p>Citizenship/State of Incorporation/Organization: <u>Delaware</u></p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies):</p> <p>Name: <u>HSBC Finance Corporation</u></p> <p>Street Address: <u>2700 Sanders Road</u> <u>Prospect Heights, IL 60070</u></p> <p> <input type="checkbox"/> Individual(s)  <input type="checkbox"/> Association  <input type="checkbox"/> General Partnership  <input type="checkbox"/> Limited Partnership  <input type="checkbox"/> Corporation  <input type="checkbox"/> Other:         </p> <p>State of Incorporation/Organization: <u>Delaware</u></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>
<p>3. Nature of conveyance:</p> <p> <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: <u>December 15, 2004</u></p>	<p>ATTORNEY DOCKET NO.: <u>205145-9022</u></p> <p>B. Trademark Registrations No.(s)</p>
<p>4. Application number(s) or registration number(s):</p> <p>A. Trademark Application No.(s)</p> <p><u>76366592</u></p>	<p>Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>

<p>5. Correspondent name and address:</p> <p style="text-align: center;">MICHAEL BEST &amp; FRIEDRICH LLP Attorneys At Law 401 North Michigan Avenue, Suite 1900 Chicago, Illinois 60611-4212</p> <p>Direct telephone calls to: <u>Larry L. Saret</u> at telephone no. (312) 222-0800 or fax no. (312) 222-0818</p>	<p>6. Total number of properties involved: <u>1</u></p>
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<p><b>CERTIFICATE OF FACSIMILE TRANSMISSION</b></p> <p>I hereby certify that this document is being transmitted via facsimile to the Assignment Recordation Services of the U.S. Patent and Trademark Office via fax number 703-306-5995 on <u>June 2, 2005</u></p> <p>Date: <u>6-2-05</u></p> <p style="text-align: center;"> Dawn Terni</p>	<p>7. Total fee (37 CFR 3.41).....\$ <u>40.00</u></p> <p> <input type="checkbox"/> Enclosed  <input checked="" type="checkbox"/> Authorized to be charged to deposit account No. 50-1965  <input checked="" type="checkbox"/> Authorization to charge additional fees         </p>
	<p>8. Deposit Account Number - <u>50-1965</u></p>

DO NOT USE THIS SPACE

<p>9. Statement and signature:</p> <p><i>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. Charges to deposit account are authorized.</i></p> <p style="text-align: center;"> <u>Judith L. Grubner</u>                      <u>Judith L. Grubner</u>                      <u>6/2/05</u>          Name of Person Signing                      Signature                      Date       </p> <p>Total Number of Pages, including cover sheet, attachments and documents: <u>5</u></p>
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FROM CT WILMINGTON - TEAM 6

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# Delaware

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*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

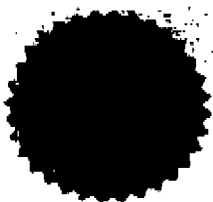
"HOUSEHOLD FINANCE CORPORATION", A DELAWARE CORPORATION, WITH AND INTO "HOUSEHOLD INTERNATIONAL, INC." UNDER THE NAME OF "HSBC FINANCE CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FIFTEENTH DAY OF DECEMBER, A.D. 2004, AT 10:37 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE FIFTEENTH DAY OF DECEMBER, A.D. 2004, AT 2 O'CLOCK P.M.

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

3590092 8100M

040906472

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3549942

DATE: 12-15-04

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TO-Corporate Law

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State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 10:52 AM 12/15/2004  
FILED 10:37 PM 12/15/2004  
SRV 040906472 - 3590092 FILE

**CERTIFICATE OF MERGER**  
of  
**HOUSEHOLD FINANCE CORPORATION**  
with and into  
**HOUSEHOLD INTERNATIONAL, INC.**

Pursuant to Section 251 of the General  
Corporation Law of the State of Delaware

Household International, Inc., a Delaware Corporation, does hereby certify:

**FIRST:** The name and state of incorporation of each of the constituent corporations of the merger are as follows:

<u>Name</u>	<u>State of Incorporation</u>
Household Finance Corporation	Delaware
Household International, Inc.	Delaware

**SECOND:** That an Agreement and Plan of Merger, dated as of December 10, 2004 by and among Household Finance Corporation and Household International, Inc. has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Section 251 of the Delaware General Corporation Law.

**THIRD:** The name of the surviving corporation of the merger is Household International, Inc. a Delaware corporation (the "Surviving Corporation"), which will change its name to HSBC Finance Corporation, as provided in Article FOURTH hereof.

**FOURTH:** Article I of the Amended and Restated Certificate of Incorporation of Household International, Inc. is hereby amended to read in its entirety as follows:

"The name of the corporation is HSBC Finance Corporation (hereinafter referred to as the "Corporation").

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FIFTH: The executed Agreement and Plan of Merger is on file at the office of the Surviving Corporation, the address of which is 2700 Sanders Road, Prospect Heights, Illinois 60070.

SIXTH: A copy of the Agreement and Plan of Merger will be furnished by the Surviving Corporation on request and without cost, to any stockholder of the constituent corporations.

SEVENTH: This Certificate of Merger shall become effective at 2:00 pm, Eastern Standard Time, on December 15, 2004.

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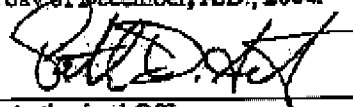
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IN WITNESS WHEREOF, the undersigned being an authorized officer, has duly executed this Certificate of Merger as of the 15th day of December, A.D., 2004.

By:



Authorized Officer

Name:

Patrick D. Schwartz

Print or Type

Title:

Vice President,  
Deputy General Counsel - Corporate  
& Assistant Secretary

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RECORDED: 06/02/2005

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