

12-06-2005

Form PTO 1594
(Rev. 6-93)
OMB No. 0651-0011 (exp. 4/94)

REC
7



103131601

U.S. DEPARTMENT OF COMMERCE
PATENT AND TRADEMARK OFFICE

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

1. Name of conveying party(ies):

Banco Atlantico, S.A.

- Individual(s)
- General Partnership
- Corporation - Spain
- Other
- Association
- Limited Partnership

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

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

Banco de Sabadell, S.A.
Plaza Catalunya, 1-08201 Sabadell
Barcelona, Spain

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation - Spain
- 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

3. Nature of conveyance:

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

Dated: August 6, 2004

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

A. Trademark Application No.(s)

B. Trademark registration No.(s)

1341446 2432605
1799623 2584190

Additional numbers attached? Yes No

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

Perla M. Kuhn, Esq.
Hughes Hubbard & Reed LLP
One Battery Park Plaza
New York, New York 10004-1482
(212) 837-6550
kuhn@hugheshubbard.com

6. Total number of applications and registrations involved: 4

7. Total fee (37 CFR 3.41):.....\$115.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit Account No.: 08-3264

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.

Name of Person Signing

Perla M. Kuhn
Perla M. Kuhn

11/22/2005
Date

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

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

Mail Stop Assignment Recordation Services
Director of the United States Patent and Trademark Office
P.O. BOX 1450, Alexandria, VA 22313-1450

CERTIFICATE OF MAILING

Express Mail Certificate No.: ER469185129US

I hereby certify that this correspondence is being deposited with the United States Postal Service in an Express Mail envelope addressed to Mail Stop Assignment Recordation Services, Director of the United States Patent and Trademark Office, P.O. Box 1450, Alexandria, VA 22313-1450 on 11/23/2005 (Date of Deposit).

Elaine S. Parker
Name

Signature

November 23, 2005
Date of Signature

11/28/2005 DBYRNE 00000238 1341446

01 FC:8521
02 FC:8522

40.00 OP
75.00 OP

NY 1003645_1.DOC

TRADEMARK
REEL: 003266 FRAME: 0909

November 23, 2005

Via Express Mail ER 469185129US
Mail Stop Assignment Recordation Services
Director of the United States Patent and Trademark Office
Box 1450
Alexandria, VA 22313-1450

Re: Recordal of Merger by and between
Banco Atlantico S.A. and Banco de Sabadell, S.A.
Registration Nos.: 1341446, 1799623, 2432605 and
2584190
In the United States Patent and Trademark Office

Dear Sir:

Please proceed with recordal of the enclosed merger of Banco Atlantico, S.A. with and into Banco de Sabadell, S.A against the above-referenced trademark registrations.

For this purpose, we enclose a certified copy of the certificate merger; Powers of Attorney; Recordation Form Cover Sheet; and, our check in the amount of \$115.00 to cover the required fee.

We look forward to receiving the Notice of Recordation in due course.

Very truly yours,


Perla M. Kuhn

PMK/esp 79621.2800

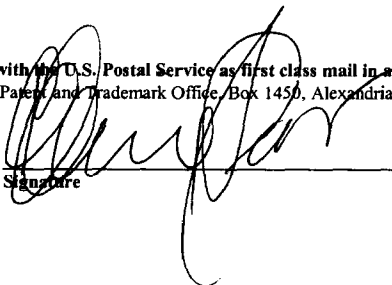
Enclosures

CERTIFICATE OF MAILING

Certificate No. ER469185129US

I hereby certify that this correspondence is being deposited with the U.S. Postal Service as first class mail in an Express Mail envelope addressed to: Mail Stop Assignment Recordation Services, Director of the United States Patent and Trademark Office, Box 1450, Alexandria, VA 22313-1450, on 11/23/2005 (Date of Deposit).

Elaine S. Parker
Name


Signature

November 23, 2005
Date of Signature

47, Avenue Georges Mandel
75116 Paris, France
(33) (1) 44.05.80.00

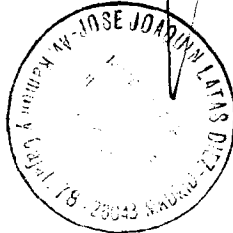
1300 I Street, N.W.
Washington, D.C.
20005-3306
202-408-3600

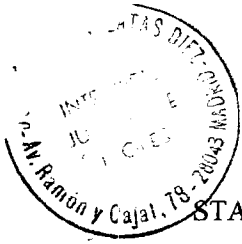
350 South Grand Avenue
Los Angeles, CA
90071-3442
213-613-2800

201 South Biscayne Boulevard
Miami, FL
33131-4332
305-358-1666



CERTIFICACION	CERTIFICATION
<p data-bbox="253 405 748 569">Don José Joaquín Latas Díez, interprete jurado de lengua inglesa, certifica que la que antecede es traducción fiel y completa a lengua inglesa de un documento redactado en castellano.</p> <p data-bbox="277 604 724 636">En Madrid, a 8 de septiembre de 2005</p>	<p data-bbox="813 405 1344 569">Mr. José Joaquín Latas Díez, sworn translator of the English language certifies, that the preceding translation is a true and complete version into English of a document written in Spanish.</p> <p data-bbox="824 604 1333 636">Madrid, on the 8 day of September of 2005</p>





STATE SEAL

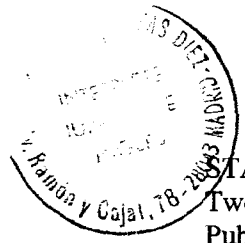
0.15 Euro Attestation Stamp

I, FRANCISCO-JAVIER MONEDERO SAN MARTIN, NOTARY PUBLIC OF THIS CAPITAL, -----

ATTEST: That the preceding document is an exact and true reproduction of a notarial certified copy of another notarial certified copy, issued by the Notary Public of Sabadell, Mr. Javier Micó Giner, on the twentieth of July of two thousand and five, which has been shown to me and which I return. And in witness whereof, I authorize the present notarial certified copy on two sheets of notarial stamped paper, numbers 613628497 and the number of the present one, which I mark, sign, flourish and stamp in Madrid on the twenty-seventh of July of two thousand and five.

Seal of the Notary Public's Office of Mr. Francisco-Javier Monedero San Martin - Madrid -
Illegible signature

0.15 Euro stamp Seal of the Illustrious Notary Publics' Association of Madrid



STATE SEAL

0.15 Euro Attestation Stamp

Two Seals of the Notary Public's Office of Mr. Francisco-Javier Monedero San Martin - Notary Public - Eduardo Dato 2 - Telephone nos. 91-447-9454-58-62 - Fax no.: 91- 447-9453 28010 Madrid

I, **Javier Micó Giner**, Notary Public of the Illustrious Notary Publics' Association of Catalonia, resident in Sabadell, -----

ATTEST: -----

That from the deed authorized by me on the 6th day of August 2004, under my protocol number 6067, and from the legislation in force in Spain regarding Mergers by Absorption, the following results: -----

FIRST.- That "BANCO DE SABADELL, S.A." has absorbed "BANCO ATLÁNTICO, S.A." -----

The absorbed corporation has been dissolved without liquidation and all its property passes in bloc to "BANCO DE SABADELL, S.A."-----

SECOND.- That all the property, in other words, the Assets and the Liabilities, of "BANCO ATLÁNTICO, S.A ." have been integrated into "BANCO DE SABADELL, S.A.", in such a way that the latter is the current owner of all the property and rights of the former. -----

Specifically, the Assets logically comprise the ownership of any type of property and, therefore, the intellectual property rights and trade marks. -----

THIRD.- That "BANCO DE SABADELL, S.A." succeeds the dissolved Bank "BANCO ATLÁNTICO, S.A." in all the legal relations and with the same legal status. -----

FOURTH.- That the Deed of Merger was filed at the Sabadell Liquidation Office on the 6th of August 2004, filing number 124141, it having been declared that the act or deed that the same contains is tax exempt concerning the Estate Tax and Documented Legal Acts Tax. -----

FIFTH.- That the deed of Merger has been recorded at the Barcelona Commercial Registry on sheet 183, volume 35,015, page B-1561, 1274th recordal. -----

And in witness whereof and so that it has the pertinent Legal Effects, I issue the present single sheet of notarial stamped paper, the present **certified copy concerning the deed in accordance with the Laws in force in Spain**, in Sabadell, on the twentieth of July of two thousand and five.-

Seal of the Notary Public's Office of Mr. Javier Micó Giner – Sabadell – Illegible signature

6H2424996

05/2005



FRANCISCO-JAVIER MONEDERO SAN MARTIN
NOTARIO
 EDUARDO DATO, 2
 Teléfs. 91 447 94 54 - 58 - 62
 Fax: 91 447 94 53
 28010 - MADRID

Yo, **Javier Micó Giner**, Notario del Ilustre Colegio Notarial de Catalunya, con residencia en Sabadell, ---

DOY FE: -----

Que de la escritura por mí autorizada el día 6 de agosto de 2004, bajo el número 6.067 de mi Protocolo, y de la legislación vigente en España respecto de las Fusiones por Absorción, resulta lo siguiente: -----

PRIMERO.- Que "BANCO DE SABADELL, S.A." ha absorbido a "BANCO ATLÁNTICO, S.A.". -----

La Sociedad absorbida ha quedado disuelta sin liquidación y traspasado en bloque todo su patrimonio a "BANCO DE SABADELL, S.A.". -----

SEGUNDO.- Que la totalidad del patrimonio, es decir, todo el Activo y el Pasivo, de "BANCO ATLÁNTICO, S.A." se ha integrado en "BANCO DE SABADELL, S.A.", de tal modo que éste es el actual titular de todos los bienes y derechos de aquél. -----

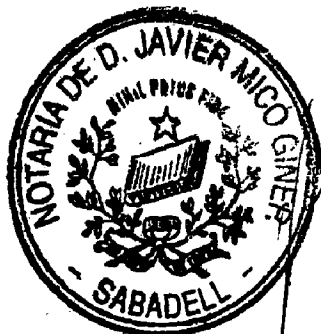
En concreto, que el Activo comprende lógicamente la propiedad de cualesquiera bienes y, por tanto, los derechos de propiedad intelectual y las marcas. -----

TERCERO.- Que "BANCO DE SABADELL, S.A." sucede al Banco disuelto -"BANCO ATLÁNTICO, S.A."- en todas las relaciones jurídicas y en igual posición jurídica. ---

CUARTO.- Que la escritura de Fusión fue presentada a la Oficina Liquidadora de Sabadell, con fecha 6 de agosto de 2004, número de presentación 124.141, habiéndose declarado que el acto o contrato que la misma contiene está exento del pago del Impuesto sobre Transmisiones Patrimoniales y Actos Jurídicos Documentados. -----

QUINTO.- Que la escritura de Fusión se halla inscrita en el Registro Mercantil de Barcelona, al folio 183, tomo 35.015, hoja B-1561, inscripción 1274^a. ----

Y para que conste y surta todos los efectos procedentes en Derecho, expido en el presente y único folio de papel timbrado notarial, el presente **testimonio en relación de dicha escritura conforme con las Leyes vigentes en España**, en Sabadell, a veinte de julio de dos mil cinco.-



2

YO, FRANCISCO JAVIER MONEDERO SAN MARTIN,

613628674

06/2005



NOTARIO DE ESTA CAPITAL -----

- DOY FE: Que el documento que antecede es reproducción exacta de un testimonio notarial de otro, expedido por el Notario de Sabadell, Don Javier Micó Giner, el día veinte de julio de dos mil cinco, que se me exhibe y devuelvo. Y para que conste, libro el presente testimonio en dos folios de papel timbrado notarial, números 6H.2.424.996 y el del presente, que signo, firmo, rubrico y sello, en Madrid, a veintisiete de julio de dos mil cinco .-

FE PÚBLICA
NOTARIAL



[Handwritten signature]

