

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	12/15/2004		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Household International, Inc.		12/10/2004	CORPORATION:
RECEIVING PARTY DATA			
Name:	HSBC Finance Corporation		
Street Address:	2700 Sanders Road		
City:	Prospect Heights		
State/Country:	ILLINOIS		
Postal Code:	60070		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	78397334	VALUE GUARD	
CORRESPONDENCE DATA			
Fax Number:	(973)624-7070		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	973-622-4444		
Email:	rsmith@mccarter.com		
Correspondent Name:	Robert W. Smith, Esq.		
Address Line 1:	Four Gateway Center,		
Address Line 2:	100 Mulberry Street		
Address Line 4:	Newark, NEW JERSEY 07102-4056		
ATTORNEY DOCKET NUMBER:	95008/9 (RWS-0406)		
NAME OF SUBMITTER:	Robert W. Smith		
Signature:	/robertwsmith/		

CH \$40.00 78397334

900050950

TRADEMARK
REEL: 003326 FRAME: 0062

Date:

06/13/2006

Total Attachments: 4

source=HSBC FINANCE CORPORATION Merger#page1.tif

source=HSBC FINANCE CORPORATION Merger#page2.tif

source=HSBC FINANCE CORPORATION Merger#page3.tif

source=HSBC FINANCE CORPORATION Merger#page4.tif

Delaware

PAGE 1

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 "HSEC 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

RECEIVED DEC-15-04 05:02PM

FROM-

TO-Corporate Law

PAGE 002

TRADEMARK

REEL: 003326 FRAME: 0064

State of Delaware
Secretary of State
Division of Corporations
Delivered 10:52 AM 12/15/2004
FILED 10:37 AM 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").

\\JUN10\LA\WYFR\HFC-HI Merger 2004\Certificate of Merger for State of Delaware.doc

RECEIVED DEC-15-04 05:02PM

FROM-

TO-Corporate Law

PAGE 003

TRADEMARK
REEL: 003326 FRAME: 0065

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.

* * *

\\PHILVHCL01\VOL3_SERVER\VOL3\DEPT\HILEGAL\UNLAW\WTR\FC-III Merger 2004\Certificate of Merger for State of Delaware.doc

RECEIVED DEC-15-04 05:02PM

FROM-

TO-Corporate Law

PAGE 004

TRADEMARK

REEL: 003326 FRAME: 0066

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

WPHLYHCLD6_VOLD_SERVER\VOI\3DEPT\HILEGAL\3M\LA\WATR\HFC-HI Merger 2004\Certificate of Merger for State of Delaware.doc