

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Citibank (Banamex USA)		12/16/2009	CORPORATION: CALIFORNIA
RECEIVING PARTY DATA			
Name:	Banamex USA		
Street Address:	2029 Century Park East		
City:	Los Angeles		
State/Country:	CALIFORNIA		
Postal Code:	90067		
Entity Type:	CORPORATION: CALIFORNIA		
PROPERTY NUMBERS Total: 9			
Property Type	Number	Word Mark	
Registration Number:	3562642	CALIFORNIA COMMERCE INTERNATIONAL MILES	
Registration Number:	3451200	CALIFORNIA COMMERCE	
Registration Number:	3451199	CALIFORNIA COMMERCE INTERNATIONAL PLATINUM	
Registration Number:	3451198	CALIFORNIA COMMERCE INTERNATIONAL GOLD	
Registration Number:	3282566	CALIFORNIA COMMERCE BANK	
Serial Number:	77527811	CALIFORNIA COMMERCE ELITE	
Serial Number:	77368490	BANAMEX USA	
Registration Number:	2786890	CALIFORNIA COMMERCE BANK MILES	
Registration Number:	3230075	BANK@NET	
CORRESPONDENCE DATA			
Fax Number:	(213)627-0705		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	213.683.5698		
Email:	MinetteTayco@paulhastings.com		
Correspondent Name:	Minette M. Tayco		

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**TRADEMARK
 REEL: 004147 FRAME: 0772**

Address Line 1: 515 S. Flower St., 25th Floor
Address Line 2: Paul, Hastings, Janofsky & Walker LLP
Address Line 4: Los Angeles, CALIFORNIA 90071

ATTORNEY DOCKET NUMBER:	CITIBANK (59669.00001)
NAME OF SUBMITTER:	Minette M. Tayco
Signature:	/Minette M. Tayco/
Date:	02/11/2010

Total Attachments: 2
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State of California
Secretary of State



I, DEBRA BOWEN, Secretary of State of the State of California, hereby certify:

That the attached transcript of 1 page(s) is a full, true and correct copy of the original record in the custody of this office.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

DEC 16 2009



Debra Bowen

DEBRA BOWEN
Secretary of State

By *Manuela Rumsey*

MANUELA RUMSEY
Senior Counsel

CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION

DEC 15 2009

The undersigned certify that:

1. They are the president and the secretary, respectively, of Citibank (Banamex USA), a California corporation (hereinafter, the "Corporation").
2. Article I of the Second Restated Articles of Incorporation ("Articles of Incorporation") of the Corporation is hereby amended and restated in its entirety as follows:

"I. The name of this corporation is Banamex USA."

3. The foregoing amendment of Articles of Incorporation has been duly approved by the Corporation's board of directors.
4. The foregoing amendment of Articles of Incorporation has been duly approved by the required vote of shareholders in accordance with Section 902, California Corporations Code. The total number of outstanding shares of the corporation is 753. The number of shares voting in favor of the amendment equaled or exceeded the vote required. The percentage vote required was more than 50%.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

DATE: November 10, 2009

SV

Salvador Villar, President

Alfredo Sanchez, Jr.

Alfredo Sanchez, Jr., Secretary



TRADEMARK