

## TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
HOLA, S.A.		11/24/2011	Sociedad Anonima (sa): SPAIN
RECEIVING PARTY DATA			
Name:	HOLA, S.L.		
Street Address:	Miguel Angel, 1 - 28010		
City:	Madrid		
State/Country:	SPAIN		
Entity Type:	Sociedad de responsabilidad limitada (sl): SPAIN		
PROPERTY NUMBERS Total: 6			
Property Type	Number	Word Mark	
Registration Number:	1009686	HOLA	
Registration Number:	2772805	HELLO!	
Registration Number:	1935065	HOLA!	
Registration Number:	3834140	HELLOMAGAZINE.COM	
Serial Number:	85288626	¡HOLA TV!	
Serial Number:	85288777	¡HOLA TV!	
CORRESPONDENCE DATA			
Fax Number:	(787)772-9533		
Phone:	787-772-9200		
Email:	samuel@hhoglund.com		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Correspondent Name:	Samuel F. Pamas		
Address Line 1:	256 Eleanor Roosevelt St.		
Address Line 4:	San Juan, PUERTO RICO 00918		
ATTORNEY DOCKET NUMBER:	JMTO-ASSIGNMENTS		

OP \$165.00 1009686

DOMESTIC REPRESENTATIVE

Name:

Address Line 1:

Address Line 2:

Address Line 3:

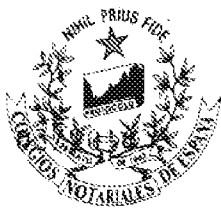
Address Line 4:

NAME OF SUBMITTER:	Samuel F. Pamias
Signature:	/Samuel F. Pamias/
Date:	02/21/2012

Total Attachments: 52

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3R1350912

Don José María Mateos Salgado  
NOTARIO  
Castelló 37, 1º  
T. 91 577 52 66  
28001 MADRID

ACLARACIÓN Y COMPLEMENTO DE ACTA

NUMERO CUATRO MIL QUINIENTOS OCHENTA Y SIETE. ----

EN MADRID, a veinticuatro de Noviembre de dos mil once . -----

----- POR MÍ Y ANTE MÍ, -----

JOSÉ MARÍA MATEOS SALGADO, Notario de Madrid,  
Capital de su Ilustre Colegio, -----

----- HAGO CONSTAR: -----

I.- Que mediante escritura autorizada por mí, el día 31 de octubre de 2011, con el número 4.225 de mi protocolo, se formalizó la escisión total de la sociedad HOLA, S.A., en los términos que en la misma se mencionan, ampliándose el capital social de la sociedad RETORTILLO, S.L. (Sociedad Beneficiaria), y constituyéndose las sociedades RETORTECNIA VALORES, S., y HOLA, S.L. (Sociedades Nuevas), y transpasándose a estas sociedades la totalidad del patrimonio de la sociedad escindida, HOLA, S.A., mediante tres bloques, habiéndosele asignado a la sociedad HOLA, S.L. el bloque TRES, consistente en la rama de actividad editorial, **el resto de los activos no identificados en los bloques UNO y DOS**, esto es, la totalidad de los activos y pasivos afectos a la rama editorial que incluyen, entre otros elementos, la totalidad de los elementos de propiedad industrial e



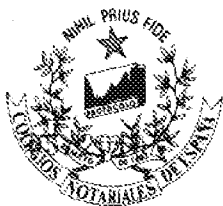
intelectual titularidad de HOLA, S.A. (Sociedad Escindida), los activos no corrientes, las existencias, los créditos fiscales (activos por impuesto diferido), los saldos deudores de clientes y terceros, los activos financieros, y la tesorería, así como las deudas con entidades de crédito, con proveedores y con terceros y los pasivos por impuesto diferido. -----

II.- Que en dicha escritura de escisión total de la sociedad HOLA, S.A., se hizo constar que relación detallada de los elementos de propiedad industrial (marcas, nombres comerciales y dominios web, entre otros, objeto de transmisión a HOLA, S.L. (sociedad beneficiaria), quedaba unida a la matriz, si bien, por error, dicha relación no se incorporó a la citada escritura. -----

III.- Que en virtud de lo anteriormente expuesto, se aclara y complementa la citada escritura de escisión total de la sociedad HOLA, S.A., en sentido de hacer constar que la relación detallada de los elementos de propiedad industrial (marcas, nombres comerciales y dominios web, entre otros), objeto de transmisión a HOLA, S.L. (sociedad beneficiaria), que por error no se incorporó a dicha escritura, es la que yo, el Notario, tengo a la vista y dejo unida a esta matriz. -----

De todo lo consignado en el presente instrumento público, extendido en el presente folio de papel timbrado notarial yo, el Notario, DOY FE.- -----

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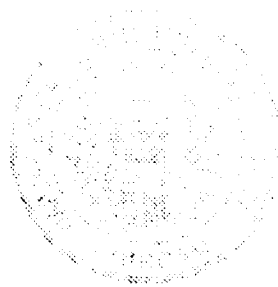


Signado: José María Mateos Salgado. -----

Rubricado y sellado. -----

----- DOCUMENTO UNIDO -----

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HOLA, S.A.  
RELACION DE PROPIEDAD INDUSTRIAL

País	Expediente	Clases	Descripción	Gráfica (sí/no)	Situación	Tipo
1 Andorra	0.06739	9 16 41	¡HOLA!	SI	VIGENTE	marca
2 Andorra	0.06805	9 16 41	HELLO!	SI	VIGENTE	marca
3 Antillas Holandesas	0.010530	16 38 41	HELLO!	SI	VIGENTE	marca
4 Antillas Holandesas	0.012008	16 38 41	¡HOLA!	SI	VIGENTE	marca
5 Arabia Saudita	0.077977	38	¡HOLA!	SI	VIGENTE	marca
6 Arabia Saudita	0.077978	38	¡HOLA!	SI	VIGENTE	marca
7 Arabia Saudita	0.077979	38	HELLO!	SI	VIGENTE	marca
8 Arabia Saudita	0.078513	38	HELLO!	SI	VIGENTE	marca
9 Argentina	0.02319876	16	HOLA	NO	VIGENTE	marca
10 Argentina	0.01846206	36	¡HOLA!	SI	VIGENTE	marca
11 Argentina	0.02146071	16	HELLO!	SI	VIGENTE	marca
12 Argentina	0.02146072	38	HELLO!	SI	VIGENTE	marca
13 Argentina	0.02146073	41	HELLO!	SI	VIGENTE	marca
14 Argentina	0.02926128	41	¡HOLATV!	NO	TRÁMITE	marca
15 Argentina	0.02926127	41	¡HOLATV!	SI	TRÁMITE	marca
16 Argentina	0.03011896	16	¡HOLA! ARGENTINA	SI	TRÁMITE	marca
17 Australia	0.0617313	9	HELLO!	SI	VIGENTE	marca
18 Australia	0.0617314	16	HELLO!	SI	VIGENTE	marca
19 Australia	0.0617315	9 16	¡HOLA!	SI	VIGENTE	marca
20 Azerbaijan	0.0261777	16	MPNBET!	SI	VIGENTE	marca
21 Bahrain	0.044253	9	HELLO!	SI	VIGENTE	marca
22 Bahrain	0.044254	16	HELLO!	SI	VIGENTE	marca
23 Bahrain	0.044255	38	HELLO!	SI	VIGENTE	marca
24 Bahrain	0.044256	41	HELLO!	SI	VIGENTE	marca
25 Benelux	0.0570632	16	HELLO!	SI	VIGENTE	marca
26 Bolivia	0.058680	16	HOLA	NO	VIGENTE	marca
27 Bolivia	0.0110812-C	16	HOLA BOLIVIA	NO	VIGENTE	marca
28 Bolivia	0.0110810-C	38	HOLA BOLIVIA	NO	VIGENTE	marca
29 Bolivia	0.0110811-C	41	HOLA BOLIVIA	NO	VIGENTE	marca
30 Bolivia	0.0122533-C	41	¡HOLA TV	NO	VIGENTE	marca
31 Bolivia	0.0122533-C	41	¡HOLA TV	SI	VIGENTE	marca
32 Bolivia	SM64206-20	16	¡HOLA! BOLIVIA	SI	TRÁMITE	marca
33 Brasil	0.070056577	16	¡HOLA!	NO	VIGENTE	marca
34 Brasil	0.082765404	16	DIVA DE HOY	NO	TRÁMITE	marca
35 Brasil	0.082794194	16	HELLO!	SI	TRÁMITE	marca
36 Brasil	0.07941927	38	HELLO!	SI	TRÁMITE	marca
37 Brasil	0.082794196	41	HELLO!	SI	VIGENTE	marca
38 Brasil	0.0600060	41	¡HOLA TV	NO	TRÁMITE	marca
39 Brasil	0.0600060	41	¡HOLA TV	SI	TRÁMITE	marca
40 Canada	0.0251915	16	¡HOLA!	SI	VIGENTE	marca
41 Canada	0.0484633	9 16	HELLO!	SI	VIGENTE	marca
42 Canada	0.0676273	41	HELLO!	SI	VIGENTE	marca
43 Canada	0.0786527	41	HELLO!	SI	VIGENTE	marca
44 Chile	0.0643624	16	¡HOLA!	SI	VIGENTE	marca
45 Chile	0.0800080	38	HOLA.CL	NO	VIGENTE	marca
46 Chile	0.0745184	16	DIVA DE HOY	NO	VIGENTE	marca
47 Chile	0.0856276	16	HOLA CHILE	NO	VIGENTE	marca
48 Chile	0.0869563	41	HOLA CHILE	NO	VIGENTE	marca
49 Chile	0.0886338	41	¡HOLA TV	NO	VIGENTE	marca
50 Chile	0.0868763	41	¡HOLA TV	SI	TRÁMITE	marca
51 Chile	0.0921843	16	¡HOLA! CHILE	SI	TRÁMITE	marca
52 China	0.035821299	16	HELLO!	SI	VIGENTE	marca
53 China	0.08244144	16	HOLA	SI	TRÁMITE	marca
54 China	0.09218045	38	HELLO!	SI	TRÁMITE	marca
55 China	0.09218071	41	HELLO!	SI	TRÁMITE	marca
56 Colombia	0.0256046	16	¡HOLA!	SI	VIGENTE	marca
57 Colombia	0.0313418	16	DIVA DE HOY	NO	VIGENTE	marca
58 Colombia	0.0326162	16	HELLO!	SI	VIGENTE	marca
59 Colombia	0.0307930	41	¡HOLA TV!	NO	VIGENTE	marca
60 Colombia	0.0966680	41	¡HOLA TV!	SI	VIGENTE	marca
61 Colombia	0.0420208	16	¡HOLA! COLOMBIA	SI	VIGENTE	marca
62 Comunidad Europea	0.0177739	9 16 41	¡HOLA!	SI	VIGENTE	marca com.
63 Comunidad Europea	0.0999128	16 38 41	OH LA!	NO	VIGENTE	marca com.
64 Comunidad Europea	0.01067255	9 16 41	HELLO!	SI	VIGENTE	marca com.
65 Comunidad Europea	0.01204262	38	HELLO!	NO	VIGENTE	marca com.
66 Comunidad Europea	0.03385669	16	LO MAS CHIC	NO	VIGENTE	marca com.
67 Comunidad Europea	0.03567294	16 38 41	TOP CHIC	NO	VIGENTE	marca com.
68 Comunidad Europea	0.03634052	9 16	OH LA!	SI	VIGENTE	marca com.
69 Comunidad Europea	0.03687721	16 38 41	HELLO! MIAJAZZINE.COM	NO	VIGENTE	marca com.
70 Comunidad Europea	0.03727535	16 38 41	CHIC	SI	VIGENTE	marca com.
71 Comunidad Europea	0.04044061	16	MUJER DIVA	NO	VIGENTE	marca com.
72 Comunidad Europea	0.04044228	16	COMO UNA DIVA	NO	VIGENTE	marca com.
73 Comunidad Europea	0.04044269	16	TU BRES DIVA	NO	VIGENTE	marca com.
74 Comunidad Europea	0.04538955	16	¡HOLA!	SI	VIGENTE	marca com.
75 Comunidad Europea	0.02089588	9 38 41	SI	SI	VIGENTE	marca com.
76 Comunidad Europea	0.02089786	9 38 41	SI	SI	VIGENTE	marca com.
77 Comunidad Europea	0.02089877	9 38 41	SI	SI	VIGENTE	marca com.



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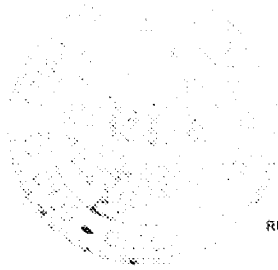
HOLA, S.A.  
RELACION DE PROPIEDAD INDUSTRIAL

País	Expediente	Citas	Descripción	Grafico (sí/no)	Situación	Tipo
75 Comunidad Europea	0.02609519	9 16 41	WWW.HOLA.COM	SI	VIGENTE	marca com.
79 Comunidad Europea	0.08095303	10 38 41	DIVA	SI	VIGENTE	marca com.
80 Comunidad Europea	0.04812715	9 16 38	HELLO!	SI	VIGENTE	marca com.
81 Comunidad Europea	0.05700795	16	RESIDENCIA CUIDAD GOLF Y PINO	SI	VIGENTE	marca com.
82 Comunidad Europea	0.05738534	38 41	HELLO RADIO!	SI	VIGENTE	marca com.
83 Comunidad Europea	0.05738778	38 41	HELLO TV!	SI	VIGENTE	marca com.
84 Comunidad Europea	0.05770409	38 41	HI RADIO	SI	VIGENTE	marca com.
85 Comunidad Europea	0.09824988	38 41	HOLANEWS	SI	VIGENTE	marca com.
86 Costa Rica	0.057610	16	HOLA	NO	TRAMITE	marca com.
87 Costa Rica	0.0171662	16	HOLA	NO	VIGENTE	marca
88 Costa Rica	0.0171669	38	HOLA COSTA RICA	NO	VIGENTE	marca
89 Costa Rica	0.0172513	41	HOLA COSTA RICA	NO	VIGENTE	marca
90 Costa Rica	0.0198741	41	¡HOLATV!	NO	VIGENTE	marca
91 Costa Rica	0.0198657	41	¡HOLATV!	NO	VIGENTE	marca
92 Costa Rica	0.0198678	16	¡HOLATV!	SI	VIGENTE	marca
93 Costa Rica	0.0198663	16	¡HOLATV!	NO	VIGENTE	marca
94 Cuba	0.0110774	16	¡HOLA!	SI	VIGENTE	marca
95 Cuba	0.02009-0285	41	¡HOLATV!	NO	EN RECURSO	marca
96 Cuba	0.02009-0286	41	¡HOLATV!	SI	EN RECURSO	marca
97 Dinamarca	0.08913/90	16	HELLO!	SI	VIGENTE	marca
98 Ecuador	0.02209025	16	¡HOLA!	SI	VIGENTE	marca
99 Ecuador	0.0181-09	16	HOLA ECUADOR	NO	VIGENTE	marca
100 Ecuador	0.03447-08	38	HOLA ECUADOR	NO	VIGENTE	marca
101 Ecuador	0.0179587	41	HOLA ECUADOR	NO	VIGENTE	marca
102 Ecuador	0.03106-09	41	¡HOLA TV!	NO	VIGENTE	marca
103 Ecuador	0.03105-09	41	¡HOLA TV!	SI	VIGENTE	marca
104 Ecuador	0.0236308	16	¡HOLA! ECUADOR	SI	VIGENTE	marca
105 El Salvador	0.0157	16	¡HOLA!	SI	TRAMITE	marca
106 El Salvador	042 LIBRO B	16	HOLA EL SALVADOR	NO	VIGENTE	marca
107 El Salvador	E-94265-2000	41	¡HOLATV!	NO	TRAMITE	marca
108 El Salvador	E-94264-2000	41	¡HOLATV!	SI	TRAMITE	marca
109 Emiratos Árabes Unidos	0.077917	16	¡HOLA!	SI	VIGENTE	marca
110 Emiratos Árabes Unidos	0.077914	38	¡HOLA!	SI	VIGENTE	marca
111 Emiratos Árabes Unidos	0.0100075	36	HELLO!	SI	VIGENTE	marca
112 España	0.058809 (74)	35 39 41	HOLA, S.A.	NO	VIGENTE	Nombre comercial
113 España	258641 (X47)	16	HOLA	NO	VIGENTE	marca
114 España	647427 (648)	6	HOLA	NO	VIGENTE	marca
115 España	647431 (440)	10	HOLA	NO	VIGENTE	marca
116 España	647446 (341)	20	HOLA	NO	VIGENTE	marca
117 España	647442 (X4X)	22	HOLA	NO	VIGENTE	marca
118 España	647443 (84X)	23	HOLA	NO	VIGENTE	marca
119 España	647446 (24X)	26	HOLA	NO	VIGENTE	marca
120 España	647447 (04X)	27	HOLA	NO	VIGENTE	marca
121 España	647448 (949)	28	HOLA	NO	VIGENTE	marca
122 España	647456 (X46)	36	HOLA	NO	VIGENTE	marca
123 España	647458 (446)	38	HOLA	NO	VIGENTE	marca
124 España	647459 (84X)	39	HOLA	NO	VIGENTE	marca
125 España	647460 (889)	40	HOLA	NO	VIGENTE	marca
126 España	647461 (649)	41	HOLA	NO	VIGENTE	marca
127 España	647462 (449)	42	HOLA	NO	VIGENTE	marca
128 España	1220830 (200)	16	HELLO!	SI	VIGENTE	marca
129 España	1220829 (190)	35	HELLO!	SI	VIGENTE	marca
130 España	1220828 (005)	41	HELLO!	SI	VIGENTE	marca
131 España	520946 (X81)	9	HOLA	NO	VIGENTE	marca
132 España	1968721 (426)	10	HELLO!	SI	VIGENTE	marca
133 España	2086159 (209)	28	HELLO!	SI	VIGENTE	marca
134 España	2469904 (718)	16	WWW.HOLA.COM	SI	VIGENTE	marca
135 España	2469905 (518)	41	WWW.HOLA.COM	SI	VIGENTE	marca
136 España	2559692 (638)	16	¡HOLASHIA!	NO	VIGENTE	marca
137 España	2630519 (403)	16	¡OH!	SI	VIGENTE	marca
138 España	2698317 (611)	16	RESIDENCIAL CUIDAD GOLF Y PINO	NO	VIGENTE	marca
139 España	2642556 (459)	16 38 41	¡HOLA TV!	SI	VIGENTE	marca
140 España	2642557 (259)	16 38 41	¡HOLA RADIO!	SI	VIGENTE	marca
141 España	2759341 (X0)	38 41	HELLO TV!	SI	VIGENTE	marca
142 España	2759346 (003)	38 41	HELLO RADIO!	NO	VIGENTE	marca
143 España	2361908 (723)	38 41	HI TV	SI	VIGENTE	marca
144 España	2761912 (525)	38 41	HI RADIO	SI	VIGENTE	marca
145 España	2897790 (392)	38 41	HI	SI	VIGENTE	marca
146 España	2994044 (328)	38 39	HELLONISISPAIN	NO	VIGENTE	marca
147 Estados Unidos de Amér.	1009680	16	¡HOLA!	NO	VIGENTE	marca
148 Estados Unidos de Amér.	2722805	16	HELLO!	SI	VIGENTE	marca
149 Estados Unidos de Amér.	1932085	16	¡HOLA!	SI	VIGENTE	marca
150 Estados Unidos de Amér.	2938363	16	HELLO!	SI	VIGENTE	marca
151 Estados Unidos de Amér.	2938403	16	HOLA	NO	VIGENTE	marca
152 Estados Unidos de Amér.	2998415	16	PREBET	SI	VIGENTE	marca
153 Estados Unidos de Amér.	1834140	38	HELLOMAGAZINE.COM	NO	VIGENTE	marca
154 Estados Unidos de Amér.	85228026	41	¡HOLA TV!	NO	TRAMITE	marca

RNS454621

TRADEMARK  
REEL: 004720 FRAME: 0619





HOLA, S.A.  
RELACION DE PROPIEDAD INDUSTRIAL

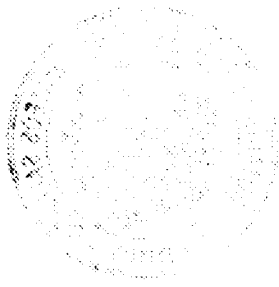
País	Expediente	Clases	Descripción	Gráfica (sí/no)	Situación	Tipo
154 Estados Unidos de América	85288777	41	HOLA TV!	SI	TRÁMITE	marca
156 Estados Unidos Mexicanos	11777		HOLA!	SI	VIGENTE	marca de no
157 Estados Unidos Mexicanos	900120001	16	HOLA!	SI	VIGENTE	marca
158 Estados Unidos Mexicanos	313754	35	HOLA!	SI	VIGENTE	marca
159 Estados Unidos Mexicanos	42424	16	HELLO!	SI	VIGENTE	marca
160 Estados Unidos Mexicanos	502076	16	HOLA MEXICO	NO	VIGENTE	marca
161 Estados Unidos Mexicanos	1673068	38	HOLA MEXICO	NO	VIGENTE	marca
162 Estados Unidos Mexicanos	1069670	41	HOLA MEXICO	NO	VIGENTE	marca
163 Estados Unidos Mexicanos	963801	38	HOLA!	SI	VIGENTE	marca
164 Estados Unidos Mexicanos	928994		HOLACOLIMA	NO	VIGENTE	marca
165 Estados Unidos Mexicanos	1015765	41	HOLATV!	NO		marca
166 Estados Unidos Mexicanos	1015767	41	HOLATV!	SI	VIGENTE	marca
167 Estados Unidos Mexicanos	1156613	41	HOLA!	SI	VIGENTE	marca
168 Estonia	1771	16	MPNBET!	SI	VIGENTE	marca
169 Federación Rosa	294210	16	HELLO	SI	VIGENTE	marca
170 Federación Rosa	2084707105	35 41 42	HELLO!	SI	TRÁMITE	marca
171 Filipinas	04-08-010772	16	HELLO!	SI	VIGENTE	marca
172 Filipinas	04-2009-4461	16	HOLA	NO	VIGENTE	marca
173 Francia	98726394	16	OH LA LA!	SI	VIGENTE	marca
174 Francia	98726393	16	ALLO!	SI	VIGENTE	marca
175 Francia	98749495	16	OH LA!	SI	VIGENTE	marca
176 Georgia	6896	16	MPNBET!	SI	VIGENTE	marca
177 Grecia	118396	16	HOLA!	SI	VIGENTE	marca
178 Guatemala	2006-9153	16	HOLA!	SI	VIGENTE	marca
179 Guatemala	2006-9152	38	HOLA!	SI	VIGENTE	marca
180 Guatemala	2006-9151	41	HOLA!	SI	VIGENTE	marca
181 Guatemala	2006-9150	16	HOLA GUATEMALA	NO	VIGENTE	marca
182 Guatemala	2006-9155	38	HOLA GUATEMALA	NO	VIGENTE	marca
183 Guatemala	2006-9154	41	HOLA GUATEMALA	NO	VIGENTE	marca
184 Guatemala	2009-006745	41	HOLA TV!	NO	TRÁMITE	marca
185 Guatemala	2009-006746	41	HOLA TV!	SI	TRÁMITE	marca
186 Honduras	102964	16	HOLA!	SI	VIGENTE	marca
187 Honduras	19486-06	38	HOLA!	SI	TRÁMITE	marca
188 Honduras	12852	41	HOLA!	SI	VIGENTE	marca
189 Honduras	102294	16	HOLA HONDURAS	NO	VIGENTE	marca
190 Honduras	12693	41	HOLA HONDURAS	NO	VIGENTE	marca
191 Honduras	15432	41	HOLA TV!	NO	VIGENTE	marca
192 Honduras	15384	41	HOLA TV!	SI	VIGENTE	marca
193 India	841905	16	HELLO!	SI	TRÁMITE	marca
194 India	1253964	38	HELLO!	SI	VIGENTE	marca
195 Indonesia	10M0000381	16	HELLO!	SI	VIGENTE	marca
196 Japón	5028617	16 38 41	HELLOWEWS	NO	VIGENTE	marca
197 Jordania	79056	9	HELLO!	SI	VIGENTE	marca
198 Jordania	79057	16	HELLO!	SI	VIGENTE	marca
199 Jordania	79058	38	HELLO!	SI	VIGENTE	marca
200 Jordania	79059	41	HELLO!	SI	VIGENTE	marca
201 Kosovo	0	16	HELLO!	SI	TRÁMITE	marca
202 Kosovo	0	38	HOLA	NO	TRÁMITE	marca
203 Kosovo	0	41	HELLO!	SI	TRÁMITE	marca
204 Kuwait	58362	9	HELLO!	SI	VIGENTE	marca
205 Kuwait	58363	16	HELLO!	SI	VIGENTE	marca
206 Kuwait	58364	38	HELLO!	SI	VIGENTE	marca
207 Kuwait	62516	41	HELLO!	SI	VIGENTE	marca
208 Lituania	101455	9 16 38	HELLO!	SI	VIGENTE	marca
209 Lituania	29058	16	MPNBET!	SI	VIGENTE	marca
210 Malasia	200620667	16	HELLO!	SI	VIGENTE	marca
211 Marruecos	125107	16 38 41	HOLA! MADAME MAROC	SI	VIGENTE	marca
212 Marruecos	125106	16 38 41	HOLA! MAROC	SI	VIGENTE	marca
213 Nicaragua	13220	16	HOLA!	NO	VIGENTE	marca
214 Nicaragua	20100908631	41	HOLA TV	NO	VIGENTE	marca
215 Nicaragua	20100908631	41	HOLA TV!	SI	VIGENTE	marca
216 Noruega	156028	16	HELLO!	SI	VIGENTE	marca
217 Nueva Zelanda	732394	9	HELLO!	SI	VIGENTE	marca
218 Nueva Zelanda	232395	16	HELLO!	SI	VIGENTE	marca
219 Nueva Zelanda	232396	9	HOLA!	SI	VIGENTE	marca
220 Nueva Zelanda	232397	16	HOLA!	SI	VIGENTE	marca
221 Omán	35784	9	HELLO!	SI	VIGENTE	marca
222 Omán	35783	16	HELLO!	SI	VIGENTE	marca
223 Omán	35782	38	HELLO!	SI	VIGENTE	marca
224 Omán	35781	41	HELLO!	SI	VIGENTE	marca
225 Pakistán	217813	9	HELLO!	SI	TRÁMITE	marca
226 Pakistán	217812	16	HELLO!	SI	TRÁMITE	marca
227 Pakistán	217811	38	HELLO!	SI	TRÁMITE	marca
228 Pakistán	217810	41	HELLO!	SI	TRÁMITE	marca
229 Pakistán	45219	16	HOLA!	SI	VIGENTE	marca
230 Panamá	150435	38	HOLA PANAMA	SI	VIGENTE	marca
231 Panamá	159434	41	HOLA PANAMA	NO	VIGENTE	marca



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HOLA, S.A.  
RELACION DE PROPIEDAD INDUSTRIAL

Pais	Expediente	Clases	Descripción	Gráficas (B/MS)	Situación	Tipo	
232	Panamá	183399	41	HOLATV	NO	VIGENTE	marca
233	Panamá	183400	41	HOLA TV	SI	VIGENTE	marca
234	Paraguay	281542	16	HOLA	SI	VIGENTE	marca
235	Paraguay	298652	16	HOLA PARAGUAY	NO	VIGENTE	marca
236	Paraguay	296982	35	HOLA	NO	VIGENTE	marca
237	Paraguay	21618	41	HOLATV!	NO	TRAMITE	marca
238	Paraguay	21617	41	HOLATV!	SI	TRAMITE	marca
239	Paraguay	201009415	16	HOLA PARAGUAY	SI	TRAMITE	marca
240	Peru	19230	16	HOLA!	SI	TRAMITE	marca
241	Peru	52547	38	HOLA ECUADOR	NO	VIGENTE	marca
242	Peru	58889	41	HOLA TV!	NO	VIGENTE	marca
243	Peru	58728	41	HOLA TV!	SI	VIGENTE	marca
244	Peru	0	16	HOLA PERU	SI	TRAMITE	marca
245	Peru	0	16	HOLA PERU	NO	TRAMITE	marca
246	Peru	0	38	HOLA PERU	NO	TRAMITE	marca
247	Peru	0	41	HOLA PERU	NO	TRAMITE	marca
248	Polonia	102845	16	HOLA!	SI	VIGENTE	marca
249	Puerto Rico	71844	16	HOLA!	SI	VIGENTE	marca
250	Puerto Rico	71860	38	HOLA!	SI	VIGENTE	marca
251	Puerto Rico	71859	41	HOLA!	SI	VIGENTE	marca
252	Puerto Rico	71875	16	HOLA PUERTO RICO	NO	VIGENTE	marca
253	Puerto Rico	71676	38	HOLA PUERTO RICO	NO	VIGENTE	marca
254	Puerto Rico	71674	41	HOLA PUERTO RICO	NO	VIGENTE	marca
255	Puerto Rico	0	41	HOLA TV!	NO	TRAMITE	marca
256	Puerto Rico	0	41	HOLA TV!	SI	TRAMITE	marca
257	Quatar	35168	3	HELLO!	SI	VIGENTE	marca
258	Quatar	35169	16	HELLO!	SI	VIGENTE	marca
259	Quatar	35170	38	HELLO!	SI	VIGENTE	marca
260	Quatar	35171	41	HELLO!	SI	VIGENTE	marca
261	Reino Unido	979924	16	HOLA!	NO	VIGENTE	marca
262	Reino Unido	1313965	16 41	HELLO!	NO	VIGENTE	marca
263	Reino Unido	1313967	41	HOLA!	NO	VIGENTE	marca
264	Reino Unido	1318397	16 41	HOLA!	SI	VIGENTE	marca
265	Reino Unido	1318399	16 41	HELLO!	SI	VIGENTE	marca
266	Reino Unido	1553902	9	HELLO!	SI	VIGENTE	marca
267	Reino Unido	2103349	9 16 36	HELLO!	SI	VIGENTE	marca
268	Reino Unido	2104350	9 16 36	THE EXCLUSIVE CARD HELLO!	SI	VIGENTE	marca
269	República de Sudáfrica	268412780	38	HELLO!	SI	VIGENTE	marca
270	República de Sudáfrica	280412781	41	HELLO!	SI	VIGENTE	marca
271	República de Sudáfrica	190609997	16	HELLO!	SI	VIGENTE	marca
272	República de Sudáfrica	96711082	16	HELLO!	SI	VIGENTE	marca
273	República de Sudáfrica	96710766	16	HOLA!	NO	VIGENTE	marca
274	República Dominicana	121304	16	HOLA!	SI	VIGENTE	marca
275	República Dominicana	158625	16 38 41	HOLA REPUBLICA DOMINICANA	NO	VIGENTE	marca
276	República Dominicana	176152	41	HOLATV!	NO	VIGENTE	marca
277	República Dominicana	156460	41	HOLATV!	SI	VIGENTE	marca
278	República Dominicana	184787	16	HOLA REPUBLICA DOMINICANA	SI	VIGENTE	marca
279	Nova Rep. Arabe	112770	9 16 38	HELLO!	SI	TRAMITE	marca
280	Trinidad y Tobago	11426	39	HOLA!	SI	VIGENTE	marca
281	Uruguay	4455	16	MPNBL!	SI	VIGENTE	marca
282	Uruguay	154418	16	HELLO!	SI	VIGENTE	marca
283	Uruguay	351997	41	HOLA!	SI	VIGENTE	marca
284	Uruguay	360507	16 38 41	HELLO!	SI	VIGENTE	marca
285	Uruguay	375222	16 38 41	HOLA URUGUAY	NO	VIGENTE	marca
286	Uruguay	403274	41	HOLATV!	NO	TRAMITE	marca
287	Uruguay	403275	41	HOLA TV!	SI	TRAMITE	marca
288	Uruguay	416263	16	HOLA URUGUAY	SI	TRAMITE	marca
289	Uruguay	418453	38 41	HOLA.COM	SI	TRAMITE	marca
290	Venezuela	72279	16	HOLA	NO	VIGENTE	marca
291	Venezuela	1313-1992	16	HOLA!	SI	TRAMITE	marca
292	Venezuela	1178144	16	HELLO!	SI	VIGENTE	marca
293	Venezuela	1119-92	42	HOLA!	SI	TRAMITE	marca
294	Venezuela	636	42	HELLO!	SI	VIGENTE	marca
295	Venezuela	11116-92	16	HELLO!	SI	TRAMITE	marca
296	Venezuela	2006-000488	16	HELLO	NO	VIGENTE	marca
297	Venezuela	17166-2005	16	DIVA DE HOY	NO	TRAMITE	marca
298	Venezuela	5-027915	35	HELLO!	SI	TRAMITE	marca
299	Venezuela	24819	16	HOLA VENEZUELA	NO	VIGENTE	marca
300	Venezuela	24620	38	HOLA VENEZUELA	NO	VIGENTE	marca
301	Venezuela	24821	41	HOLA VENEZUELA	NO	VIGENTE	marca
302	Venezuela	11268-2009	41	HOLATV!	NO	TRAMITE	marca
303	Venezuela	11269-2009	41	HOLA (V)	SI	TRAMITE	marca
304	Venezuela	17995-2010	16	HOLA VENEZUELA	SI	TRAMITE	marca



ORG. MUNDIAL DE LA PROPIEDAD INTELECTUAL

Expediente	Clases	Descripción	Gráfica (si/no)	Situación	Tipo	Países
566222	16	HELLO!	SI	VIGENTE	Marca Internacional	AM, AT, BG, BX, CH, CN, CU, CZ, DE, DZ, EG, FR, HR, HU, IT, KG, KP, KZ, LI, MA, MC, MD, ME, MK, MN, PT, RO, RS, RU, SD, SI, SK, SM, TJ, UA, US, UZ, VN.
377958	16	HOLA	NO	VIGENTE	Marca Internacional	AT, BX, CH, CZ, DE, DZ, EG, FR, HR, HU, IT, LI, MA, MC, ME, MK, PT, RO, RS, SI, SK, SM, US.
668038	16	MPNBET!	SI	VIGENTE	Marca Internacional	AM, KG, KZ, LV, MD, RU, TJ, UA, US, UZ.
719869	18	HELLO!	SI	VIGENTE	Marca Internacional	AL, AM, AZ, BA, BG, BY, CH, CU, CZ, DZ, EE, EG, HR, HU, KE, KG, KP, KZ, LR, LV, MA, MC, MD, ME, MK, MN, PL, RO, RS, RU, SD, SI, SK, SL, SM, SZ, TJ, UA, UZ, VN.
877935	16	!!OH!!	SI	VIGENTE	Marca Internacional	AM, AZ, BA, BG, BY, CH, CN, CU, EG, GE, HR, IS, JP, KE, KG, KP, KZ, LI, LR, LS, MA, MC, MK, MZ, NA, NO, SG, SY, SZ, TJ, TM, TR, US, UZ, VN, ZM.



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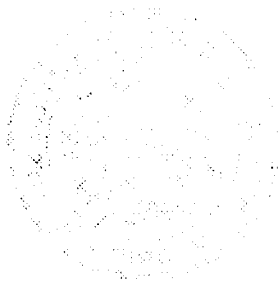


ES COPIA LITERAL de su matriz, donde la dejo anotada. Y a instancia de la entidad "HOLA, S.L.", la expido en cinco folios de papel notarial, serie 3R, números 1350912 y los cuatro anteriores en orden inverso, que signo, firmo, rubrico y sello en Madrid, el mismo día de su otorgamiento.- DOY FE. -----



0163813666

Aplicación Arancel, Disposición Adicional 3.ª Ley 8/89  
DOCUMENTO SIN CUANTIA



YO, JOSÉ MARÍA MATEOS SALGADO, NOTARIO DE MADRID  
Y DE SU ILUSTRE COLEGIO,-----

DOY FE: De que la presente fotocopia, extendida en cinco  
folios de papel de los Colegios Notariales de España, todos de la  
misma serie y numerados en orden inverso, que uno y sello, es  
fiel y exacta reproducción de su original, el cual he tenido a la vis-  
ta y con el que he cotejado. -----

Y a instancia de parte interesada, expido el presente testimo-  
nio literal en Madrid, a trece de Diciembre de dos mil once. -----



Aplicación Arancel, Disposición Adicional  
3ª Ley 8/89.- DOCUMENTO SIN CUANTIA.-

ASIENTO nº 134  
Libro Indicador nº 2  
TOMO 4  
DOCUMENTO SIN CUANTIA  
Segunda Sección

Spain

NIHIL PRIUS FIDE

CLARIFICATION AND ADDITIONAL INFORMATION FOR THE  
CERTIFICATE

NUMBER FOUR THOUSAND FIVE HUNDRED AND EIGHTY-SEVEN.

IN MADRID, on the twenty-fourth day of November of two thousand and eleven.

**BY AND BEFORE ME**

JOSÉ MARÍA MATEOS SALGADO, Notary of the Professional Notary Association of the Capital City of Madrid,

**I HEREBY STATE**

**JOSÉ MARÍA MATEOS SALGADO**

**NOTARY OF MADRID**

Tel.: 91 577 52 66

c/ Castelló, 37 – 1º

Fax: 91 431 21 69

28001 MADRID

E-mail: [jmmateos@notariado.org](mailto:jmmateos@notariado.org)

05/2010

EXCLUSIVE PAPER FOR NOTARIZED DOCUMENTS  
[State Stamp] [0.15 €]

3R1350917

[Stamp- Notary's Office of José  
María Mateos Salgado - Madrid]

José María Mateos Salgado  
Notary  
C/ Castelló 37, 1º  
Tel.: 91 577 52 66  
28001 MADRID

CLARIFICATION AND ADDITIONAL INFORMATION FOR THE  
CERTIFICATE

NUMBER FOUR THOUSAND FIVE HUNDRED AND EIGHTY-SEVEN.

IN MADRID, on the twenty-fourth day of November of two thousand and eleven.

**BY AND BEFORE ME**

JOSÉ MARÍA MATEOS SALGADO, Notary of the Professional Notary Association of the Capital City of Madrid,

**I HEREBY STATE**

I.- By means of the public document executed by me on 31 October 2011, under my notary record number 4,225, the complete spin-off of the company HOLA, S.A. was executed under the terms laid out therein, the share capital of the company RETORTILLO, S.A., (Receiving Company) being increased and the companies RETORTECNIA VALORES S. and HOLA, S.L. (New Companies) being incorporated, transferring the whole of the equity of the original company, HOLA, S.A., by means of three blocks. The company HOLA, S.L. was assigned block THREE, consisting of the editorial branch, **the remaining assets not identified in blocks ONE and TWO**, i.e., all the assets and liabilities concerning the editorial branch which include, *inter alia*, all the intellectual property holdings belonging to HOLA, S.A. (Original

Company), the fixed assets, stocks, tax credits (deferred tax asset), client and third party debit balances, financial assets and cash flow, as well as debts with credit entities, with suppliers and with third parties, and deferred tax liabilities.

II.- It was put on record in said public document for the complete spin-off of the company HOLA, S.A. that a detailed listing of the intellectual property holdings (trademarks, trade names and web domains, *inter alia*) which were transferred to HOLA, S.L. (receiving company) was attached to the original document, though said listing was not included in the public document by mistake.

III.- In accordance with the foregoing, the aforementioned public document for the complete spin-off of the company HOLA, S.A. is clarified and additional information is provided in that it is hereby stated that the detailed listing of the intellectual property holdings (trademarks, trade names and web domains, *inter alia*) which were transferred to HOLA, S.L. (receiving company) which was not included in said public document by mistake, is the listing which I, the Notary, have in sight and attach to this original document.

I, the Notary, hereby certify all that recorded herein, issued on the present page of stamped paper used exclusively for notarized documents.



05/2010

EXCLUSIVE PAPER FOR NOTARIZED DOCUMENTS  
[State Stamp]

[0.15 €]

3R1350916

[Stamp- Notary's Office of José  
María Mateos Salgado - Madrid]

Signed by: José María Mateos Salgado.

Bearing his stamp and seal.

ATTACHED DOCUMENT

## HOLA, S.A INTELLECTUAL PROPERTY LISTING

	Country	File	Classes	Description	Graphic (yes/no)	Status	Type
1	Andorra	0.06730	9 16 41	¡HOLA!	YES	IN FORCE	Trademark
2	Andorra	0.06805	9 16 41	HELLO!	YES	IN FORCE	Trademark
3	Dutch Antilles	0.010530	16 38 41	HELLO	YES	IN FORCE	Trademark
4	Dutch Antilles	0.012008	16 38 41	¡HOLA!	YES	IN FORCE	Trademark
5	Saudi Arabia	0.0779/77	16	¡HOLA!	YES	IN FORCE	Trademark
6	Saudi Arabia	0.0779/78	38	¡HOLA!	YES	IN FORCE	Trademark
7	Saudi Arabia	0.0779/79	16	HELLO!	YES	IN FORCE	Trademark
8	Saudi Arabia	0.0785/3	38	HELLO!	YES	IN FORCE	Trademark
9	Argentina	0.02319876	16	HOLA	NO	IN FORCE	Trademark
10	Argentina	0.01846206	16	¡HOLA!	YES	IN FORCE	Trademark
11	Argentina	0.02146071	16	HELLO!	YES	IN FORCE	Trademark
12	Argentina	0.02146072	38	HELLO!	YES	IN FORCE	Trademark
13	Argentina	0.02146073	41	HELLO!	YES	IN FORCE	Trademark
14	Argentina	0.02926128	41	¡HOLATV!	NO	PENDING	Trademark
15	Argentina	0.02926127	41	¡HOLATV!	YES	PENDING	Trademark
16	Argentina	0.03011896	16	¡HOLA! ARGENTINA	YES	PENDING	Trademark
17	Australia	0.0617313	9	HELLO!	YES	IN FORCE	Trademark
18	Australia	0.0617314	16	HELLO!	YES	IN FORCE	Trademark
19	Australia	0.0617315	9 16	¡HOLA!	YES	IN FORCE	Trademark
20	Azerbaijan	0.0981777	16	MPNBET!	YES	IN FORCE	Trademark
21	Bahrain	0.044253	9	HELLO!	YES	IN FORCE	Trademark
22	Bahrain	0.044254	16	HELLO!	YES	IN FORCE	Trademark
23	Bahrain	0.044255	38	HELLO!	YES	IN FORCE	Trademark
24	Bahrain	0.044256	41	HELLO!	YES	IN FORCE	Trademark
25	Benelux	0.0520032	16	HALLO!	YES	IN FORCE	Trademark
26	Bolivia	0.058680	16	HOLA	NO	IN FORCE	Trademark
27	Bolivia	0.0110812-C	16	HOLA BOLIVIA	NO	IN FORCE	Trademark
28	Bolivia	0.0110810-C	38	HOLA BOLIVIA	NO	IN FORCE	Trademark
29	Bolivia	0.0110811-C	41	HOLA BOLIVIA	NO	IN FORCE	Trademark
30	Bolivia	0.0122453-C	41	HOLA TV	NO	IN FORCE	Trademark
31	Bolivia	0.0122535-C	41	¡HOLA! TV	YES	IN FORCE	Trademark
32	Bolivia	SM04206-201	16	¡HOLA! BOLIVIA	YES	PENDING	Trademark
33	Brazil	0.079036577	16	¡HOLA!	NO	IN FORCE	Trademark
34	Brazil	0.082765404	16	DIVA DE HOY	NO	PENDING	Trademark
35	Brazil	0.082794194	16	HELLO!	YES	PENDING	Trademark
36	Brazil	0.07941927	38	HELLO!	YES	PENDING	Trademark
37	Brazil	0.082794196	41	HELLO!	YES	IN FORCE	Trademark
38	Brazil	0.0000000	41	¡HOLA!TV	NO	PENDING	Trademark
39	Brazil	0.0000000	41	¡HOLA!TV	YES	PENDING	Trademark
40	Canada	0.0251915	16	¡HOLA!	YES	IN FORCE	Trademark
41	Canada	0.0484633	9 16	HELLO!	YES	IN FORCE	Trademark
42	Canada	0.0676273	41	HELLO!	YES	IN FORCE	Trademark
43	Canada	0.0786527	41	HELLO!	YES	IN FORCE	Trademark
44	Chile	0.0643624	16	¡HOLA!	YES	IN FORCE	Trademark
45	Chile	0.0000000	38	HOLA.CL	NO	IN FORCE	Trademark
46	Chile	0.0745184	16	DIVA DE HOY	NO	IN FORCE	Trademark
47	Chile	0.0856276	16	HOLA CHILE	NO	IN FORCE	Trademark
48	Chile	0.0869563	41	HOLA CHILE	NO	IN FORCE	Trademark
49	Chile	0.0886338	41	HOLATV	NO	IN FORCE	Trademark
50	Chile	0.0868763	41	¡HOLATV!	YES	PENDING	Trademark
51	Chile	0.0921843	16	¡HOLA! CHILE	YES	PENDING	Trademark
52	China	0.03582299	16	HELLO	YES	IN FORCE	Trademark
53	China	0.08244144	16	HOLA	YES	PENDING	Trademark
54	China	0.09218045	38	HELLO!	YES	PENDING	Trademark
55	China	0.09218071	41	HELLO!	YES	PENDING	Trademark
56	Colombia	0.0250046	16	¡HOLA!	YES	IN FORCE	Trademark
57	Colombia	0.0313418	16	DIVA DE HOY	NO	IN FORCE	Trademark
58	Colombia	0.0326162	16	HELLO!	YES	IN FORCE	Trademark
59	Colombia	0.0397930	41	¡HOLATV!	NO	IN FORCE	Trademark
60	Colombia	0.09066801	41	¡HOLATV!	YES	IN FORCE	Trademark
61	Colombia	0.0420208	16	¡HOLA! COLOMBIA	YES	IN FORCE	Trademark
62	European Community	0.0377739	9 16 41	¡HOLA!	YES	IN FORCE	Comm. Trademark
63	European Community	0.0999128	16 38 41	OH LA!	NO	IN FORCE	Comm. Trademark
64	European Community	0.01067255	9 16 41	HELLO	YES	IN FORCE	Comm. Trademark
65	European Community	0.01204262	38	HELLO!	NO	IN FORCE	Comm. Trademark
66	European Community	0.03385069	16	LO MAS CHIC	NO	IN FORCE	Comm. Trademark
67	European Community	0.03567294	16 38 41	TOP CHIC	NO	IN FORCE	Comm. Trademark
68	European Community	0.03634052	9 35	OH LA!	YES	IN FORCE	Comm. Trademark
69	European Community	0.03687721	16 38 41	HELLOMAGAZINE.COM	NO	IN FORCE	Comm. Trademark
70	European Community	0.03722535	16 38 41	CHIC	YES	IN FORCE	Comm. Trademark
71	European Community	0.04044061	16	MUJER DIVA	NO	IN FORCE	Comm. Trademark
72	European Community	0.04044228	16	COMO UNA DIVA	NO	IN FORCE	Comm. Trademark
73	European Community	0.04044269	16	TU ERES DIVA	NO	IN FORCE	Comm. Trademark
74	European Community	0.04538995	16	¡¡OH!!	YES	IN FORCE	Comm. Trademark
75	European Community	0.02080588	9 38 41		YES	IN FORCE	Comm. Trademark
76	European Community	0.02080786	9 38 41		YES	IN FORCE	Comm. Trademark
77	European Community	0.02080877	9 38 41	iii	YES	IN FORCE	Comm. Trademark

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Mateos Salgado - Madrid]

## HOLA, S.A INTELLECTUAL PROPERTY LISTING

	Country	File	Classes	Description	Graphic (yes/no)	Status	Type
78	European Community	0.02609519	9 16 41	<u>WWW.HOLA.COM</u>	YES	IN FORCE	Comm. Trademark
79	European Community	0.04095303	16 38 41	DIVA	YES	IN FORCE	Comm. Trademark
80	European Community	0.04812715	9 16 38 #	HELLO!	YES	IN FORCE	Comm. Trademark
81	European Community	0.05700745	16	RESIDENCIA CIUDAD GOLF Y PI	NO	IN FORCE	Comm. Trademark
82	European Community	0.05738554	38 41	HELLO RADIO!	YES	IN FORCE	Comm. Trademark
83	European Community	0.05738778	38 41	HELLO TV!	YES	IN FORCE	Comm. Trademark
84	European Community	0.05770409	38 41	HI RADIO	YES	IN FORCE	Comm. Trademark
85	European Community	0.09824988	38 41	HOLANEWS	NO	PENDING	Comm. Trademark
86	Costa Rica	0.057610	16	HOLA	NO	IN FORCE	Trademark
87	Costa Rica	0.0171668	16	HOLA COSTA RICA	NO	IN FORCE	Trademark
88	Costa Rica	0.0171669	38	HOLA COSTA RICA	NO	IN FORCE	Trademark
89	Costa Rica	0.0172513	41	HOLA COSTA RICA	NO	IN FORCE	Trademark
90	Costa Rica	0.0198741	41	¡HOLATV!	NO	IN FORCE	Trademark
91	Costa Rica	0.0198657	41	¡HOLATV!	YES	IN FORCE	Trademark
92	Costa Rica	0.0198678	16	¡HOLATV!	NO	IN FORCE	Trademark
93	Costa Rica	0.0198663	16	¡HOLA!TV	YES	IN FORCE	Trademark
94	Cuba	0.0110774	16	¡ HOLA !	YES	IN FORCE	Trademark
95	Cuba	0.02009-0285	41	¡HOLATV!	NO	UNDER APPEAL	Trademark
96	Cuba	0.02009-0286	41	¡HOLATV!	YES	UNDER APPEAL	Trademark
97	Denmark	0.08913/90	16	HELLO !	YES	IN FORCE	Trademark
98	Ecuador	0.02209/95	16	¡ HOLA !	YES	IN FORCE	Trademark
99	Ecuador	0.0181-09	16	HOLA ECUADOR	NO	IN FORCE	Trademark
100	Ecuador	0.03447-08	38	HOLA ECUADOR	NO	IN FORCE	Trademark
101	Ecuador	0.0179987	41	HOLA ECUADOR	NO	PENDING	Trademark
102	Ecuador	0.03106-09	41	¡HOLA TV!	NO	IN FORCE	Trademark
103	Ecuador	0.03105-09	41	¡HOLA TV!	YES	IN FORCE	Trademark
104	Ecuador	0.0236308	16	¡HOLA! ECUADOR	YES	PENDING	Trademark
105	El Salvador	0.0157	16	¡HOLA!	YES	IN FORCE	Trademark
106	El Salvador	042 BOOK 8	16	HOLA EL SALVADOR	NO	IN FORCE	Trademark
107	El Salvador	E-94265-200	41	¡HOLATV!	NO	PENDING	Trademark
108	El Salvador	E-94264-200	41	¡HOLATV!	YES	PENDING	Trademark
109	United Arab Emirates	0.077917	16	¡HOLA!	YES	IN FORCE	Trademark
110	United Arab Emirates	0.077918	38	¡ HOLA !	YES	IN FORCE	Trademark
111	United Arab Emirates	0.0100875	16	HELLO !	YES	IN FORCE	Trademark
112	Spain	0.058899 (74	35 39 41 #	HOLA, S.A	NO	IN FORCE	Trade Name
113	Spain	258641 (X47)	16	HOLA	NO	IN FORCE	Trademark
114	Spain	647427 (648)	6	HOLA	NO	IN FORCE	Trademark
115	Spain	647431 (440)	10	HOLA	NO	IN FORCE	Trademark
116	Spain	647440 (341)	20	HOLA	NO	IN FORCE	Trademark
117	Spain	647442 (X4X)	22	HOLA	NO	IN FORCE	Trademark
118	Spain	647443 (84X)	23	HOLA	NO	IN FORCE	Trademark
119	Spain	647446 (24X)	26	HOLA	NO	IN FORCE	Trademark
120	Spain	67447 (04X)	27	HOLA	NO	IN FORCE	Trademark
121	Spain	647448 (949)	28	HOLA	NO	IN FORCE	Trademark
122	Spain	647456 (X46)	36	HOLA	NO	IN FORCE	Trademark
123	Spain	647458 (646)	38	HOLA	NO	IN FORCE	Trademark
124	Spain	647459 (44X)	39	HOLA	NO	IN FORCE	Trademark
125	Spain	647460 (849)	40	HOLA	NO	IN FORCE	Trademark
126	Spain	647461 (649)	41	HOLA	NO	IN FORCE	Trademark
127	Spain	647462 (449)	42	HOLA	NO	IN FORCE	Trademark
128	Spain	1220830 (200	16	HELLO!	YES	IN FORCE	Trademark
129	Spain	1220829 (90	35	HELLO!	YES	IN FORCE	Trademark
130	Spain	1220828 (005	41	HELLO!	YES	IN FORCE	Trademark
131	Spain	520946 (3X1)	9	HOLA	NO	IN FORCE	Trademark
132	Spain	1968721 (426	16	MPNBET!	YES	IN FORCE	Trademark
133	Spain	2086130 (309	38	HELLO!	YES	IN FORCE	Trademark
134	Spain	2469904 (718	16	<u>WWW.HOLA.COM</u>	YES	IN FORCE	Trademark
135	Spain	2469905 (518	41	<u>WWW.HOLA.COM</u>	YES	IN FORCE	Trademark
136	Spain	2559692 (638	16	¡ HOLLISIMA !	NO	IN FORCE	Trademark
137	Spain	2630519 (403	16	¡¡ OH !!	YES	IN FORCE	Trademark
138	Spain	2698317 (611	16	RESIDENCIAL CIUDAD GOLF Y	NO	IN FORCE	Trademark
139	Spain	2642556 (459	16 38 41	¡ HOLATV !	YES	IN FORCE	Trademark
140	Spain	2642557 (259	16 38 41	¡ HOLA RADIO !	YES	IN FORCE	Trademark
141	Spain	2759341 (X0	38 41	HELLO TV !	YES	IN FORCE	Trademark
142	Spain	2759346 (003	38 41	HELLO RADIO!	NO	IN FORCE	Trademark
143	Spain	2761908 (72	38 41	HI TV	YES	IN FORCE	Trademark
144	Spain	2761912 (525	38 41	HI RADIO	YES	IN FORCE	Trademark
145	Spain	2807790 (39	38 41	HI	YES	IN FORCE	Trademark
146	Spain	2904044 (228	38 39	HELLOVISITSPAIN	NO	IN FORCE	Trademark
147	United States of America	1009686	16	¡ HOLA !	NO	IN FORCE	Trademark
148	United States of America	2772805	16	HELLO!	YES	IN FORCE	Trademark
149	United States of America	1935065	16	¡HOLA!	YES	IN FORCE	Trademark
150	United States of America	2938383	16	HELLO!	YES	IN FORCE	Int. Trademark
151	United States of America	2938403	16	HOLA	NO	IN FORCE	Int. Trademark
152	United States of America	2998415	16	PREBET	YES	IN FORCE	Int. Trademark
153	United States of America	3834140	38	HELLOMAGAZINE.COM	NO	IN FORCE	Trademark
154	United States of America	85/288626	41	¡HOLA TV!	NO	PENDING	Trademark

## HOLA, S.A INTELLECTUAL PROPERTY LISTING

	Country	File	Classes	Description	Graphic (yes/no)	Status	Type
155	United States of America	85/288777	41	¡HOLA TV!	YES	PENDING	Trademark
156	United Mexican States	11777		¡HOLA!	YES	IN FORCE	Copyright
157	United Mexican States	9001/2001	16	¡HOLA!	YES	IN FORCE	Trademark
158	United Mexican States	313736	35	¡HOLA!	YES	IN FORCE	Trademark
159	United Mexican States	424241	16	HELLO!	YES	IN FORCE	Trademark
160	United Mexican States	502076	16	HOLA MEXICO	NO	IN FORCE	Trademark
161	United Mexican States	1073068	38	HOLA MEXICO	NO	IN FORCE	Trademark
162	United Mexican States	1069670	41	HOLA MEXICO	NO	IN FORCE	Trademark
163	United Mexican States	963801	38	¡HOLA!	YES	IN FORCE	Trademark
164	United Mexican States	928994		HOLACOLIMA	NO	IN FORCE	Trademark
165	United Mexican States	1015765	41	¡HOLATV!	NO	-	Trademark
166	United Mexican States	1015767	41	¡HOLATV!	YES	-	Trademark
167	United Mexican States	1156613	41	¡HOLA!	YES	IN FORCE	Trademark
168	Estonia	1771	16	MPNBET!	YES	IN FORCE	Trademark
169	Russian Federation	294216	16	HELLO	YES	IN FORCE	Trademark
170	Russian Federation	2004707105	35 41 42	HELLO!	YES	PENDING	Trademark
171	Philippines	04-08-010772	16	HELLO!	YES	IN FORCE	Trademark
172	Philippines	04-2009-4461	16	HOLA	NO	IN FORCE	Trademark
173	France	98/726394	16	OH LA LA!	YES	IN FORCE	Trademark
174	France	98/726393	16	ALLO!	YES	IN FORCE	Trademark
175	France	98/749495	16	OH LA!	YES	IN FORCE	Trademark
176	Georgia	6896	16	MPNBET!	YES	IN FORCE	Trademark
177	Greece	118396	16	¡HOLA!	YES	IN FORCE	Trademark
178	Guatemala	2006-9153	16	¡HOLA!	YES	IN FORCE	Trademark
179	Guatemala	2006-9152	38	¡HOLA!	YES	IN FORCE	Trademark
180	Guatemala	2006-9151	41	¡HOLA!	YES	IN FORCE	Trademark
181	Guatemala	2006-9150	16	HOLA GUATEMALA	NO	IN FORCE	Trademark
182	Guatemala	2006-9155	38	HOLA GUATEMALA	NO	IN FORCE	Trademark
183	Guatemala	2006-9154	41	HOLA GUATEMALA	NO	IN FORCE	Trademark
184	Guatemala	2009-006245	41	¡HOLA TV!	NO	PENDING	Trademark
185	Guatemala	2009-006246	41	¡HOLA TV!	YES	PENDING	Trademark
186	Honduras	102964	16	¡HOLA!	YES	IN FORCE	Trademark
187	Honduras	39486-06	38	¡HOLA!	YES	PENDING	Trademark
188	Honduras	12852	41	¡HOLA!	YES	IN FORCE	Trademark
189	Honduras	102294	16	HOLA HONDURAS	NO	IN FORCE	Trademark
190	Honduras	12693	41	HOLA HONDURAS	NO	IN FORCE	Trademark
191	Honduras	15432	41	¡HOLA TV!	NO	IN FORCE	Trademark
192	Honduras	15384	41	¡HOLA TV!	YES	IN FORCE	Trademark
193	India	841905	16	HELLO!	YES	PENDING	Trademark
194	India	1253964	38	HELLO!	YES	IN FORCE	Trademark
195	Indonesia	IDM0000381	16	HELLO!	YES	IN FORCE	Trademark
196	Japan	5028617	16 38 41	HELLONEWS	NO	IN FORCE	Trademark
197	Jordan	79056	9	HELLO!	YES	IN FORCE	Trademark
198	Jordan	79057	16	HELLO!	YES	IN FORCE	Trademark
199	Jordan	79058	38	HELLO!	YES	IN FORCE	Trademark
200	Jordan	79059	41	HELLO!	YES	IN FORCE	Trademark
201	Kosovo	0	16	HELLO!	YES	PENDING	Trademark
202	Kosovo	0	16	HOLA	NO	PENDING	Trademark
203	Kosovo	0	38	HELLO!	YES	PENDING	Trademark
204	Kuwait	58362	9	HELLO!	YES	IN FORCE	Trademark
205	Kuwait	58363	16	HELLO!	YES	IN FORCE	Trademark
206	Kuwait	58364	38	HELLO!	YES	IN FORCE	Trademark
207	Kuwait	62516	41	HELLO!	YES	IN FORCE	Trademark
208	Lebanon	101455	9 16 38 #	HELLO!	YES	IN FORCE	Trademark
209	Lithuania	29058	16	MPNBET!	YES	IN FORCE	Trademark
210	Malaysia	2006/20667	16	HELLO!	YES	IN FORCE	Trademark
211	Morocco	125107	16 38 41	¡HOLA! MADAME MAROC	YES	IN FORCE	Trademark
212	Morocco	125106	16 38 41	¡HOLA! MAROC	YES	IN FORCE	Trademark
213	Nicaragua	13239	16	¡HOLA!	NO	IN FORCE	Trademark
214	Nicaragua	2010090864L	41	HOLATV	NO	IN FORCE	Trademark
215	Nicaragua	2010090863L	41	¡HOLA TV!	YES	IN FORCE	Trademark
216	Norway	156028	16	HELLO!	YES	IN FORCE	Trademark
217	New Zealand	232394	9	HELLO!	YES	IN FORCE	Trademark
218	New Zealand	232395	16	HELLO!	YES	IN FORCE	Trademark
219	New Zealand	232396	9	¡HOLA!	YES	IN FORCE	Trademark
220	New Zealand	232397	16	¡HOLA!	YES	IN FORCE	Trademark
221	Oman	35784	9	HELLO!	YES	IN FORCE	Trademark
222	Oman	35783	16	HELLO!	YES	IN FORCE	Trademark
223	Oman	35782	38	HELLO!	YES	IN FORCE	Trademark
224	Oman	35781	41	HELLO!	YES	IN FORCE	Trademark
225	Pakistan	217813	9	HELLO!	YES	PENDING	Trademark
226	Pakistan	217812	16	HELLO!	YES	PENDING	Trademark
227	Pakistan	217811	38	HELLO!	YES	PENDING	Trademark
228	Pakistan	217810	41	HELLO!	YES	PENDING	Trademark
229	Panama	45219	16	¡HOLA!	YES	IN FORCE	Trademark
230	Panama	159435	38	HOLA PANAMA	NO	IN FORCE	Trademark
231	Panama	159434	41	HOLA PANAMA	NO	IN FORCE	Trademark

[Stamp- Notary's Office of José María  
Mateos Salgado - Madrid]

## HOLA, S.A INTELLECTUAL PROPERTY LISTING

	Country	File	Classes	Description	Graphic (yes/no)	Status	Type
232	Panama	183399	41	HOLA TV	NO	IN FORCE	Trademark
233	Panama	183400	41	¡HOLA! TV	YES	IN FORCE	Trademark
234	Paraguay	285542	16	¡HOLA!	YES	IN FORCE	Trademark
235	Paraguay	299652	16	HOLA PARAGUAY	NO	IN FORCE	Trademark
236	Paraguay	296982	35	HOLA	NO	IN FORCE	Trademark
237	Paraguay	21618	41	¡HOLATV!	NO	PENDING	Trademark
238	Paraguay	21617	41	¡HOLATV!	YES	PENDING	Trademark
239	Paraguay	2010/39415	16	¡HOLA! PARAGUAY	YES	PENDING	Trademark
240	Peru	19230	16	¡HOLA!	YES	IN FORCE	Trademark
241	Peru	57547	38	HOLA ECUADOR	NO	IN FORCE	Trademark
242	Peru	58889	41	¡HOLATV!	NO	IN FORCE	Trademark
243	Peru	58728	41	¡HOLA TV!	YES	IN FORCE	Trademark
244	Peru	0	16	¡HOLA! PERU	YES	PENDING	Trademark
245	Peru	0	16	HOLA PERU	NO	PENDING	Trademark
246	Peru	0	38	HOLA PERU	NO	PENDING	Trademark
247	Peru	0	41	HOLA PERU	NO	PENDING	Trademark
248	Poland	102863	16	¡HOLA!	YES	IN FORCE	Trademark
249	Puerto Rico	71848	16	¡HOLA!	YES	IN FORCE	Trademark
250	Puerto Rico	71860	38	¡HOLA!	YES	IN FORCE	Trademark
251	Puerto Rico	71859	41	¡HOLA!	YES	IN FORCE	Trademark
252	Puerto Rico	71675	16	HOLA PUERTO RICO	NO	IN FORCE	Trademark
253	Puerto Rico	71676	38	HOLA PUERTO RICO	NO	IN FORCE	Trademark
254	Puerto Rico	71674	41	HOLA PUERTO RICO	NO	IN FORCE	Trademark
255	Puerto Rico	0	41	¡HOLA TV!	NO	PENDING	Trademark
256	Puerto Rico	0	41	¡HOLA TV!	YES	PENDING	Trademark
257	Qatar	35168	9	HELLO!	YES	IN FORCE	Trademark
258	Qatar	35169	16	HELLO!	YES	IN FORCE	Trademark
259	Qatar	35170	38	HELLO!	YES	IN FORCE	Trademark
260	Qatar	35171	41	HELLO!	YES	IN FORCE	Trademark
261	United Kingdom	977924	16	¡HOLA!	NO	IN FORCE	Trademark
262	United Kingdom	1313965	16 41	HELLO!	NO	IN FORCE	Trademark
263	United Kingdom	1313967	41	¡HOLA!	NO	IN FORCE	Trademark
264	United Kingdom	1318397	16 41	¡HOLA!	YES	IN FORCE	Trademark
265	United Kingdom	1318399	16 41	HELLO!	YES	IN FORCE	Trademark
266	United Kingdom	1553902	9	HELLO!	YES	IN FORCE	Trademark
267	United Kingdom	2103349	9 16 36	HELLO!	YES	IN FORCE	Trademark
268	United Kingdom	2104350	9 16 36	THE EXCLUSIVE CARD HELLO!	YES	IN FORCE	Trademark
269	Republic of South Africa	2004/12780	38	HELLO!	YES	IN FORCE	Trademark
270	Republic of South Africa	2004/12781	41	HELLO!	YES	IN FORCE	Trademark
271	Republic of South Africa	1996/09997	16	HELLO!	YES	IN FORCE	Trademark
272	Republic of South Africa	96/11082	16	HELLO!	YES	IN FORCE	Trademark
273	Republic of South Africa	96/10766	16	¡HOLA!	NO	IN FORCE	Trademark
274	Dominican Republic	131304	16	¡HOLA!	YES	IN FORCE	Trademark
275	Dominican Republic	158625	16 38 41	HOLA REPUBLICA DOMINICAN	NO	IN FORCE	Trademark
276	Dominican Republic	176152	41	¡HOLATV!	NO	IN FORCE	Trademark
277	Dominican Republic	156460	41	¡HOLATV!	YES	IN FORCE	Trademark
278	Dominican Republic	184787	16	¡HOLA! REPUBLICA DOMINICA	YES	IN FORCE	Trademark
279	Syrian Arab Republic	112770	9 16 38 #	HELLO!	YES	PENDING	Trademark
280	Trinidad and Tobago	11426	39	¡HOLA!	YES	IN FORCE	Trademark
281	Turkmenistan	4455	16	MPNBET!	YES	IN FORCE	Trademark
282	Turkey	154418	16	HELLO!	YES	IN FORCE	Trademark
283	Uruguay	351997	41	¡HOLA!	YES	IN FORCE	Trademark
284	Uruguay	366507	16 38 41	HELLO!	YES	IN FORCE	Trademark
285	Uruguay	375222	16 38 41	HOLA URUGUAY	NO	IN FORCE	Trademark
286	Uruguay	403224	41	¡HOLATV!	NO	PENDING	Trademark
287	Uruguay	403225	41	¡HOLATV!	YES	PENDING	Trademark
288	Uruguay	416263	16	¡HOLA! URUGUAY	YES	PENDING	Trademark
289	Uruguay	418453	38 41	HOLA.COM	YES	PENDING	Trademark
290	Venezuela	72279	16	HOLA	NO	IN FORCE	Trademark
291	Venezuela	11118-1992	16	¡HOLA!	YES	PENDING	Trademark
292	Venezuela	P198144	16	HELLO!	YES	IN FORCE	Trademark
293	Venezuela	11119-92	42	¡HOLA!	YES	PENDING	Trademark
294	Venezuela	670	42	HELLO!	YES	IN FORCE	Trademark
295	Venezuela	11116-92	16	HELLO!	YES	PENDING	Trademark
296	Venezuela	2004-009488	16	HELLO	NO	IN FORCE	Trademark
297	Venezuela	17166-2005	16	DIVA DE HOY	NO	PENDING	Trademark
298	Venezuela	5-027955	38	HELLO!	YES	PENDING	Trademark
299	Venezuela	24819	16	HOLA VENEZUELA	NO	IN FORCE	Trademark
300	Venezuela	24820	38	HOLA VENEZUELA	NO	IN FORCE	Trademark
301	Venezuela	24821	41	HOLA VENEZUELA	NO	IN FORCE	Trademark
302	Venezuela	11208-2009	41	¡HOLATV!	NO	PENDING	Trademark
303	Venezuela	11209-2009	41	HOLA ¡TV!	YES	PENDING	Trademark
304	Venezuela	17995-2010	16	¡HOLA! VENEZUELA	YES	PENDING	Trademark

## WORLD INTELLECTUAL PROPERTY ORGANIZATION

File	Class	Description	Graphic (yes/no)	Status	Type	Countries
566222	16	HELLO!	YES	IN FORCE	International Trademark	AM, AT, BG, BX, CH, CN, CU, CZ, DE, DZ, EG, FR, HR, HU, IT, KG, KP, KZ LI, MA, MC, MD, ME, MK, MN, PT, RO, RS, RU, SD, SI, SK, SM, TJ, UA, US, UZ, VN.
377958	16	HOLA	NO	IN FORCE	International Trademark	AT, BX, CH, CZ, DE, DZ, EG, FR, HR, HU, IT, LI, MA, MC, ME, MK, PT, RO, RS, SI, SK, SM, US.
668038	16	MPNBET!	YES	IN FORCE	International Trademark	AM, KG, KZ, LV, MD, RU, TJ, UA, US, UZ
719869	38	HELLO!	YES	IN FORCE	International Trademark	AL, AM, AZ, BA, BG, BY, CH, CU, CZ, DZ, EE, EG, HR, HU, KE, KG, KP, KZ, LR, LV, MA, MC, MD, ME, MK, MN, PL, RO, RS, RU, SD, SI, SK, SL, SM, SZ, TJ, UA, UZ, VN.
877935	16	¡¡OH!!	YES	IN FORCE	International Trademark	AM, AZ, BA, BG, BY, CH, CN, EG, GE, HR, IS, JP, KE, KG, KP, KZ, LI, LR, LS, MA, MC, MK, MZ, NA, NO, SG, SY, SZ, TJ, TM, TR, US, UZ, VN, ZM.

05/2010

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3R1350913

[Stamp- Notary's Office of José  
María Mateos Salgado - Madrid]

**I HEREBY CERTIFY that THIS IS A LITERAL COPY of the original document where this has been noted. At the request of the company "HOLA, S.L.", I hereby issue this document on five pages of paper used exclusively for notarized documents, series 3R, numbers 1350917 and the four preceding numbers in the reverse order, to which I affix my signature and stamp in Madrid on the same day it is executed.**

[Illegible signatures]

[Stamp- Notary's Office of José María Mateos Salgado]

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European Notaries- 0163813670]

Charged Fee, 3<sup>rd</sup> Additional Provision Law 8/89

DOCUMENT NOT SUBJECT TO FEES

**I, JOSÉ MARÍA MATEOS SALGADO, NOTARY OF MADRID AND A MEMBER OF ITS NOTARY ASSOCIATION,**

**HEREBY CERTIFY:** That this photocopy, issued on twenty pages of paper used by the Notary Associations of Spain, which are all from the same series and numbered in reverse order, which I attach to one another and affix my stamp, is a **partial authenticated copy of the original**, and none of what has been omitted alters, restricts, conditions or limits what has been copied; I have seen the original and compared it with this document.

At the request of the interested party, I hereby issue this authenticated copy in Madrid, on the 13<sup>th</sup> Decem of two thousand eleven.

[Illegible signatures]

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[Seal- Attested to by Public Notary- General Council of Spanish Notaries-  
European Notaries- 0161293325]

Charged Fee, 3<sup>rd</sup> Additional Provision Law 8/89

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05/2010

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Entry no. 1804

Index of Documents no. 2

VOLUME 4

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Section Two



EXCLUSIVE PAPER FOR NOTARIZED DOCUMENTS

05/2010

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María Mateos Salgado - Madrid]

José María Mateos Salgado  
Notary  
C/ Castelló 37, 1º  
Tel.: 91 577 52 66  
28001 MADRID

PUBLIC DOCUMENT FOR THE COMPLETE SPIN-OFF OF THE  
COMPANY "HOLA, S.A." (Original Company), CAPITAL INCREASE OF  
THE COMPANY "RETORTILLO, S.L." (Receiving Company) AND  
INCORPORATION OF THE COMPANIES "RETORTECNIA VALORES,  
S.L." AND "HOLA, S.L." (New Companies).

NUMBER FOUR THOUSAND TWO HUNDRED AND TWENTY-FIVE.

IN MADRID, on the thirty-first day of October of two thousand and eleven.

BEFORE ME, JOSÉ MARÍA MATEOS SALGADO, Notary of the  
Professional Notary Association of Madrid,

THE FOLLOWING PARTIES APPEAR

**MR. EDUARDO SÁNCHEZ PÉREZ**, of legal age, married,  
Journalist, resident of Madrid at calle Miguel Ángel, no. 1, whose National  
Identification Document and Tax Identification Number is 2,543,444-N.

THE PARTIES INTERVENE:

a).- For and on behalf of the company "**HOLA, S.A.**", with Tax  
Identification Code number A-28/145365; with registered address at  
Madrid, calle Miguel Angel, no. 1; incorporated for an indefinite term by  
means of the public document executed by Notary of Madrid, Mr. Julio Albi

Agero on 30 December 1964 under notary record number 3,786; registered in the Companies Registry of Madrid in general volume 2,023, 1,408 of Section 3 of the Companies Book, folio 126, page number 11,324, entry 1.

Its Articles of Association were modified and adapted to the Business Corporations Law by means of a public document executed by Notary of Madrid, Mr. Victor-Manuel Garrido de Palma on 10 June 1992 under notary record number 1,248, registered in the Companies Registry of Madrid in volume 3,489, folio 88, section 8, page M-58,922, entry 11.

Articles 10 and 18 of its Articles of Association were amended by means of a public document executed by Notary of Madrid, Mr. Victor-Manuel Garrido de Palma on 7 June 2006 under notary record number 1,843.

The company's share capital was redenominated to Euros by means of a public document executed by the aforementioned Notary of Madrid, Mr. Victor-Manuel Garrido de Palma on 27 December 2001 under notary record number 3,303.

I, the Notary, hereby state that I have complied with the obligation to identify the actual proprietor as imposed under Law 10/2010 of 28 April, the result of which can be seen in the certificate notarized by Notary of Madrid, Mr. Pedro-Antonio Mateos Salgado on 16 September 2010, under notary record number 1380, and the appearing party states that the content thereof has not been amended.

The party's powers for this act are reflected in the resolutions passed at the company's Universal Extraordinary Shareholders' Meeting held on 1 August 2011, as seen in the certification which I have in my view and attach to this original document, issued by Ms. María del Carmen Pérez Villota, as the Secretary of the Board of Directors of the company, approved by the President Ms. Mercedes Junco Calderón, whose signatures I certify.

I identify the party appearing before me by the identification document shown to me and I determine that in the position in which he acts, he has sufficient authority to execute this public document for the COMPLETE DIVISION-SPIN-OFF, and for that purpose:

**DECLARES:**

**I.- SPIN-OFF PROJECT.-** The Board of Directors of "HOLA, S.A." and "RETORTILLO, S.L.", whose share capital was fully paid out on 27 June 2011 *[illegible text]* seconded a complete spin-off project with a share capital increase of one company and the incorporation of two other new receiving companies resulting from the spin-off, each of them being given part of the equity separated from the former company. A copy thereof was deposited in the Companies Registry of Madrid.

A copy of the Spin-off Project is not submitted herewith as it is deposited in the Companies Registry of Madrid in accordance with the provisions of Article 230.1.1 of the Companies Registry Regulations.

The deposit of the Spin-off Project was published in the BORME (*Boletín Oficial del Registro Mercantil*- Official Companies Registry Journal) on 5 August 2011, as can be seen in said publication which I have in sight and attach to this original document.

The Spin-off Project was recorded in the Companies Registry of Madrid by means of notes written in the margin of entry 11 of the HOLA, S.A. page, and in the margin of entry 6 of the RETORTILLO, S.L. page.

**II.- SPIN-OFF BALANCE SHEET.-** The "HOLA, S.A." spin-off balance sheet is the one that was closed on 31 December 2010 and approved at the General Ordinary Universal Shareholders' Meeting held on 15 June 2011, issued on three pages of common paper, which I have in sight and attach to this original document.

Said balance sheet has been audited by the company AUDIJURES AUDITORES-CONSULTORES, S.L., as can be seen from the report which I have in sight and attach to this original document, issued by said company on 14 June 2011, and by Mr. José-Luis Prados del Valle on its behalf.

I also have in sight and attach to this original document the balance sheet of the company "RETORTILLO", closed on 31 December 2010 and issued on three pages of common paper. Said balance sheet has not been audited as it is not necessary.

**III.- TECHNICAL REPORT.-** A technical report drawn up by independent experts has not been issued as it is not necessary based on

the provisions of Article 78.3 of Law 3/2009 of 3 April on structural modifications to commercial companies.

**IV.- REPORT DRAWN UP BY ADMINISTRATORS.-** The administrators of the companies HOLA, S.A. and RETORTILLO, S.L. drew up a report on the legal, financial and fiscal aspects of the Spin-off Project on 30 June 2011.

I attach said report, which I have in sight, to this original document.

**V.- GENERAL SHAREHOLDERS' MEETING.-** The General Extraordinary Universal Shareholders' Meetings of the companies "HOLA, S.A." and "RETORTILLO, S.L.", which were both held on 1 August 2011, unanimously passed the following resolutions with regard to the proposed spin-off:

a).- To pass the **complete spin-off** of the Company "**HOLA, S.A.**" by means of dividing the whole of its equity into three parts to be respectively transferred in one block to a **pre-existing company, RETORTILLO, S.L.**, as well as to two companies, **RETORTECNIA VALORES, S.L. and HOLA, S.L.**, which are **simultaneously incorporated as a consequence of the spin-off**, all this subject to the dissolution without liquidation of HOLA, S.A., which becomes terminated.

**The spin-off is approved under the terms of the Complete Spin-off Project, seconded by the administrators of HOLA S.A. and**

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María Mateos Salgado - Madrid]

**RETORTILLO, S.L. on 27 June 2011, and deposited in the Companies**

**Registry of Madrid.**

b).- To increase the share capital of the company “**RETORTILLO, S.L.**” and to incorporate the companies “**RETORTECNIA VALORES, S.L.**” and “**HOLA, S.L.**”.

c).- To approve the Complete Spin-off Project as well as the share exchange ratio contained therein.

d).- To approve the duly audited balance sheet closed on 31 December 2010 as the spin-off balance sheet of “**HOLA, S.A.**” and to approve the balance sheet closed on 31 December 2010 of “**RETORTILLO**”.

e).- To approve the Articles of Association of “**RETORTECNIA VALORES, S.L.**” and “**HOLA, S.L.**”.

f).- To appoint as auditors of “**HOLA, S.L.**” the firm “Audijuris Auditores-Consultores, S.L.”, with Tax Identification Code number B-82195645, whose registered address is in Madrid, calle Zurbano, no. 100, registered in the R.O.A.C. (*Registro Oficial de Auditores de Cuentas*- Official Registry of Auditors) with number S1242, and registered in the Companies Registry of Madrid in volume 13768, folio 92, section 8, page M-224807, entry 1.

g).- To designate the following persons as Administrators of the newly formed companies "**HOLA, S.L.**"

.- Ms. Mercedes Junco Calderón, of legal age, widow, with no particular profession, resident of Madrid, Glorieta de Rubén Darío, no. 2, and with National Identification Document number 36,669,477-W.

.- Ms. María del Carmen Pérez Villota, of legal age, widow, journalist, resident of Madrid, calle Miguel Ángel, no. 1, and with National Identification Document number 50,268,842-L.

.- Mr. Eduardo Sánchez Pérez, of legal age, married, Journalist, resident of Madrid, calle Miguel Ángel, no. 1, and with National Identification Document number 2, 543,444-N.

.- Ms. María Mercedes Sánchez Pérez, of legal age, married, Technical Agricultural Engineer, resident of Madrid, calle Miguel Ángel, 1, and with National Identification Document number 7,240,802-B.

.- And Ms. María del Carmen Sánchez Pérez, of legal age, married, Journalist, resident of Madrid, calle Miguel Ángel, 1, and with National Identification Document number 1,174,588-R.

Said parties present in the act accepted the designation and

declared that they are not affected by any prohibition or conflict of interest, particularly any of those provided for under Law 5/2006 of 10 April and Law 14/1995 of 21 April of the Autonomous Community of Madrid and other laws in force.

h).- The share exchange ratio contained in the Spin-off Project, which is 33.0973355249 equity participations of RETORTILLO, S.L. for every series A share of HOLA, S.A., and 66.1946710498 shares of RETORTILLO, S.L. for every series B share of HOLA, S.A.; 52.0201853 shares of RETORTECNIA VALORES, S.L. for every series A share of HOLA, S.A., and 104.0403707 shares of RETORTECNIA VALORES, S.L. for every series B share of HOLA, S.A.; and 156.5132030 shares of HOLA, S.L. (receiving company) for every series A share of HOLA, S.A. (original company), and 313.0264060 shares of HOLA, S.L. (receiving company) for every series B share of HOLA, S.A. (original company), is approved.

It is not necessary to establish a monetary compensation for the partners of the original company because the equity participation attribution to the partners is strictly proportional and any minor difference or error resulting from the valuations is considered to be more than compensated for by the advantages of the spin-off indicated in the project report.



i).- The share exchange contained in the Spin-off Project, consisting of the spin-off receiving companies issuing the corresponding equity participations, which will be issued upon execution of the public spin-off document as resolved by the Board of Shareholders, who are listed as shareholders in the original Company's Stock Ledger, is approved.

The newly issued equity participations shall give the right to participate in the company earnings after the date of registration of this public spin-off document in the Companies Registry.

The shares of HOLA, S.A., the original company, are cancelled out as a consequence of the termination of the company.

j).- The date after which the spin-off shall be in effect for accounting purposes, which in accordance with the general accounting plan and the Spin-off Project will be the beginning of the fiscal year according to the provisions laid out in Rule 21 for the Registration and Valuation of the General Accounting Plan, is approved.

Notwithstanding the foregoing, the companies involved shall retain the obligation to oversee the accounting and preparation of the annual financial statement until this public spin-off document is registered in the Companies Registry.

k).- The provisions laid out in the Spin-off Project concerning the rights to be granted to those holding shares belonging to special classes, to those holding privileged participations and to those having special rights

different from the shares or the participations in the companies being terminated or, where appropriate, the options they are offered, are approved.

The provisions laid out in the Spin-off Project concerning advantages of any type that are to be attributed to the independent experts who were involved in the spin-off project, as well as to the administrators of those companies that have participated in the project, are likewise approved.

l).- It is resolved that the independent expert report concerning the spin-off project referred to in Article 78 of Law 3/2009 of 3 April on the structural modifications of commercial companies shall not be issued as it is not considered necessary.

m).- The adjudication of the equity participations of the receiving companies in the spin-off according to the share exchange ratio is approved under the same terms as those provided in the complete spin-off project. According to the foregoing, the shareholders of HOLA, S.A. shall receive the following equity participations:

**From HOLA, S.L.:**

The incorporation shall be carried out by means of issuing 2,465,709 equity participations having a face value of 10 Euros each and shall be subscribed as detailed below:

Ms. Mercedes Junco Calderón: 354,972 equity participations  
(14.396%).

Ms. Mercedes Sánchez Pérez: 703,683 equity participations  
(28.539%).

Ms. Carmen Sánchez Pérez: 703,371 equity participations  
(28.526%).

Mr. Eduardo Sánchez Pérez: 703,683 equity participations  
(28.539%).

This accounts for a total of 2,465,709 equity participations (100%).

Ms. María del Carmen Pérez Villota shall hold usufruct over 291,114 of the new equity participations in accordance with the share exchange ratio, said usufruct being distributed among the participations of Ms. Mercedes Sánchez Pérez (97,038 participations), Ms. Carmen Sánchez Pérez (97,038 participations) and Mr. Eduardo Sánchez Pérez (97,038 participations).

The numbering of the subscribed equity participations shall be as follows:

Ms. Mercedes Junco Calderón: 354,972 equity participations numbered correlatively from 1 to 354,972, both inclusive.

Ms. Mercedes Sánchez Pérez: 703,683 equity participations numbered correlatively from 354,973 to 1,058,655, both inclusive.

Ms. Carmen Sánchez Pérez: 703,371 equity participations numbered correlatively from 1,058,656 to 1,762,026, both inclusive.

Mr. Eduardo Sánchez Pérez: 703,683 equity participations numbered correlatively from 1,762,027 to 2,465,709, both inclusive.

Ms. María del Carmen Pérez Villota's usufruct shall fall on equity participation numbers 354,973 to 452,010, 1,058,656 to 1,155,693 and 1,762,027 to 1,859,064, all inclusive.

n).- Application of the special tax system regulated under Chapter VIII, Title VII of the Consolidated Text of the Company Tax Law approved by Legislative Royal Decree 4/2004 of 5 March to the approved spin-off is approved.

**VI.- PUBLICATION OF RESOLUTIONS.-** The spin-off resolution was published in the BORME on 18 August 2011, number 157, page 31117, and in the newspaper "La Gaceta de los Negocios" on 10 August 2011.

The right of the shareholders and creditors to obtain the complete text of the resolutions passed and of the spin-off balance sheets, as well as the right of the creditors to oppose to the resolved spin-off was published in said announcements.

**VII.- LACK OF CREDITOR OPPOSITION.-** No creditor had opposed to the spin-off in the period of one month from the date of the last announcement.

**VIII.- SPLIT OFF EQUITY.-** The part of the equity of the original company to be transferred to the spin-off receiving companies is made up of:

C).- BLOCK THREE:

This block shall be assigned to the newly created receiving company **HOLA, S.L.** and shall contain the following elements:

**The remaining assets not identified in the preceding sections,** i.e., all the assets and liabilities concerning the editorial branch which include, *inter alia*, all the intellectual property holdings belonging to HOLA, S.A. (Original Company), the fixed assets, stocks, tax credits (deferred tax assets), client and third party debit balances, financial assets and cash flow, as well as debts with credit entities, with suppliers and with third parties, and deferred tax liabilities, shall be transferred to HOLA, S.L., the newly created receiving company from the editorial branch.

A detailed listing of the intellectual property holdings (trademarks, trade names and web domains, *inter alia*) being transferred to HOLA, S.L. (receiving company) is attached to the original document.

The accounting overview of the branch of activity that is transferred to HOLA, S.L. can be seen from the duly audited spin-off balance sheet of 31 December, which is also comprehensive of the items mentioned in the Spin-off Project and has been deposited in the Companies Registry.

Said accounting overview of assets and liabilities, which I have in sight, is attached to this original document.

I also have in sight and attach to this original document a listing of the vehicles and another listing of the bank accounts that are transferred to HOLA, S.L.

**IX.- INCLUDED DOCUMENTATION.-** The foregoing can be seen from the corresponding documents which are given to me and which I include in this public document, said documents consisting of:

HOLA, S.A. spin-off balance sheet issued on three pages with the company's Audit report issued on one page, and the balance sheet of "RETORTILLO" issued on three pages.

Original announcements in the BORME and in the newspaper, a certified copy of which is attached to this original document.

Original announcement in the BORME concerning the deposit of the Spin-off Project, a certified copy of which is attached to this original document.

Certification of the corporate resolutions of "HOLA, S.A." issued by Ms. María del Carmen Pérez Villota as the Secretary of the Board of Directors, with the approval of Ms. Mercedes Junco Calderón as the President.

And certification of the corporate resolutions of "RETORTILLO, S.L."

issued by Ms. María Mercedes Sánchez Pérez as the Secretary of the Board of Directors, with the approval of Ms. Mercedes Junco Calderón as the President.

The articles of association for the two new companies resulting from the spin-off, RETORTECNIA VALORES, S.L. and HOLA, S.L..

**X.-** Based on the foregoing, this public document is executed in accordance with the following:

**PROVISIONS AND STIPULATIONS:**

**ONE.- Complete Spin-off**

“HOLA, S.A.” shall be terminated, spinning off into the already existing company “RETORTILLO, S.L.”, and into two new companies, “RETORECNIA VALORES, S.L.” and “HOLA, S.L.”, which shall be subject to the articles of association that have been included with this original document.

**TWO.- Equity Transfer**

The respective inventoried equities are transferred in one block to the already existing company “RETORTILLO, S.L.”, and to the two new companies, “RETORECNIA VALORES, S.L.” and “HOLA, S.L.”.

The date after which the spin-off shall be in effect for accounting purposes will be the beginning of the fiscal year. Nevertheless, the companies involved shall retain the obligation to oversee the accounting

and preparation of the annual financial statement until this public merger document is registered in the Companies Registry.

**FIVE.- Incorporation of the new company “HOLA, S.L.” and distribution of the equity participations.**

“HOLA, S.L.” is incorporated as a consequence of the complete spin-off of the company “HOLA, S.A.” and it shall have, *inter alia*, the following characteristics:

Nationality: Spanish

Term of Existence: Indefinite

Address: **Madrid, calle Miguel Ángel, no. 1**

Articles of Association: They shall be subject to the Articles of Association included in this public document.

Share capital: **(24,657,090.00 €)** TWENTY-FOUR MILLION SIX HUNDRED FIFTY-SEVEN THOUSAND NINETY EUROS.

Number of equity participations: TWO MILLION FOUR HUNDRED SIXTY-FIVE THOUSAND SEVEN HUNDRED AND NINE (2,465,709) equity participations with a face value of TEN (10) Euros each, numbered from 1 to 2,465,709, both inclusive.

Distribution of the equity participations:

Ms. Mercedes Junco Calderón assumes 354,972 equity participations (14.396%).

Ms. Mercedes Sánchez Pérez assumes 703,683 equity



participations (28.539%).

Ms. Carmen Sánchez Pérez assumes 703,371 equity participations (28.526%).

Mr. Eduardo Sánchez Pérez assumes 703,683 equity participations (28.539%).

This accounts for a total of 2,465,709 equity participations (100.00%).

Ms. María del Carmen Pérez Villota shall hold usufruct over 291,114 of the new equity participations in accordance with the share exchange ratio, said usufruct being distributed among the participations of Ms. Mercedes Sánchez Pérez (97,038 participations), Ms. Carmen Sánchez Pérez (97,038 participations) and Mr. Eduardo Sánchez Pérez (97,038 participations).

The numbering of the subscribed equity participations shall be as follows:

Ms. Mercedes Junco Calderón: 354,972 equity participations numbered correlatively from 1 to 354,972, both inclusive.

Ms. Mercedes Sánchez Pérez: 703,683 equity participations numbered correlatively from 354,973 to 1,058,655, both inclusive.

Ms. Carmen Sánchez Pérez: 703,371 equity participations numbered correlatively from 1,058,656 to 1,762,026, both inclusive.

Mr. Eduardo Sánchez Pérez: 703,683 equity participations numbered correlatively from 1,762,027 to 2,465,709, both inclusive.

Ms. María del Carmen Pérez Villota's usufruct shall fall on equity participation numbers 354,973 to 452,010, 1,058,656 to 1,155,693 and 1,762,027 to 1,859,064, all inclusive.

Name:

This company adopts the name of the entity that is being terminated as a result of the spin-off as its name in accordance with the provisions of Article 418.2 of the Commercial Regulations in force.

Appointment of Administrators:

The following persons are appointed as Administrators of "HOLA, S.L." for an indefinite period:

.- Ms. Mercedes Junco Calderón, of legal age, widow, with no particular profession, resident of Madrid, Glorieta de Rubén Darío, no. 2, and with National Identification Document number 36,669,477-W.

.- Ms. María del Carmen Pérez Villota, of legal age, widow, journalist, resident of Madrid, calle Miguel Ángel, no. 1, and with National Identification Document number 50,268,842-L.

.- Mr. Eduardo Sánchez Pérez, of legal age, married, Journalist, resident of Madrid, calle Miguel Ángel, no. 1, and with National Identification Document number 2,543,444-N.

.- Ms. María Mercedes Sánchez Pérez, of legal age, married, Technical Agricultural Engineer, resident of Madrid, calle Miguel Ángel, 1, and with National Identification Document number 7,240,802-B.

.- And Ms. María del Carmen Sánchez Pérez, of legal age, married, Journalist, resident of Madrid, calle Miguel Ángel, 1, and with National Identification Document number 1,174,588-R.

Said parties accepted the positions, declaring that they are not affected by any legal prohibition or conflict of interest, particularly any of those provided for under Law 5/2006 of 10 April and Law 14/1995 of 21 April of the Autonomous Community of Madrid and other laws in force.

**SIX.- DECLARATIONS FOR COMPANY REGISTRATION PURPOSES.-** For this purpose, the appearing party hereby states under his own liability that:

1.- No creditor has opposed the spin-off in the period of one month from the last announcement of the spin-off resolution.

2.- No special rights of any type have been granted as the basic requirements for doing so have not been met, nor have any advantages of any type been granted, as included in the company resolution in which the spin-off is approved.

**SEVEN.- TAX DECLARATION.-** Application of the special system regulated under Chapter VIII, Title VII of the Consolidated Text of the Company Tax Law approved by Legislative Royal Decree 4/2004 of 5 March is hereby stated for the record.

Under the Companies Registry Regulations, the appearing party expressly consents, in the capacity in which he/she acts, to the partial registration of this public document and of the certifications included herein in the event that any of the clauses were to have any deficiency in the opinion of the Companies Registrar.

I, the Notary, hereby notify that it is mandatory to register this public document in the Companies Registry.

#### AUTHORIZATION

I read the public document to the executing party by his/her choice, who approves it and signs it with me, the Notary, who gave the legal notices and reserves as well as those notices and reserves relating to Article 5 of Organic Law 15/1999 on the protection of personal data, and I hereby certify the entire document, issued on twenty-two pages of stamped paper for notarized documents, series AP, numbers: 1740236, 1740237, 1740238, 1740239, 1740240, 1740241, 1740242, 1740243, 1740244, 1740245, 1740246, 1740247, 1740248, 1740249, 1740250, 1740251, 1740252, 1740253, 1740254, 1740255, 1740256 and the present.

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Spain]

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María Mateos Salgado - Madrid]

The signature of the appearing party is affixed hereto. Signed by: José María Mateos Salgado.-  
Bearing his stamp and seal.

## ATTACHED DOCUMENTS

**HOLA, S.L.**

### **TITLE I.- NAME, PURPOSE, ADDRESS AND TERM OF THE COMPANY**

**ARTICLE 1.-** A limited-liability commercial company is incorporated which shall be subject to these articles of association and by other rules comprised in the Code of Commerce, under the provisions for the Legal System for Companies with Share Capital, and other general laws in force. The provisions in the articles of association must be interpreted and applied in accordance with the mandatory legal rules which shall always preferably be applied.

**ARTICLE 2.-** The name of the company shall be "HOLA, S.L."

**ARTICLE 3.-** The purpose of the company shall be:

All activities relating to editing, printing, publishing, distributing and selling the weekly magazines entitled "HOLA", "HELLO" and the like and, subject to compliance with the necessary legal requirements, any other publications consisting of literary or artistic magazines, books or newspapers.

Broadcasting content on the Internet by means of web pages and any other means.

Assigning to third parties the intangible assets that are necessary for operating a business franchise.

Generally, the industrial or commercial operation of any business or activities directly or indirectly related to editions or publications, with all the protections, exemptions and benefits granted by the law to editorial businesses.

The Company may completely or partially, either directly or indirectly, perform the activities making up its corporate purpose by means of the ownership of shares or participations in Companies having the same or similar purpose.

**ARTICLE 4.-** Its registered address is in Madrid, calle Miguel Ángel, no. 1.

The Governing Body is authorized to establish, eliminate or move any branch offices, regional offices, agencies and representations it deems appropriate and may change the registered address within the same municipal area.

**ARTICLE 5.-** The company's duration shall be indefinite.

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Company operations shall commence the day of executing the deed of incorporation.  
The company may not begin those activities for which the law requires obtaining an administrative license, registration in a special Public Registry or any other specific formality until such legal requirements have been met.

## **TITLE II.- SHARE CAPITAL AND EQUITY PARTICIPATIONS**

**ARTICLE 6.-** The share capital is set at TWENTY-FOUR MILLION SIX HUNDRED FIFTY-SEVEN THOUSAND NINETY EUROS (24,657,090 Euros). Each equity participation has a face value of TEN (10.00) EUROS each.

The equity participations are correlatively numbered from 1 to 2,465,709, both inclusive.

The capital is fully subscribed and paid out.

Equity participations may not be issued at a figure that is less than their face value, but premium equity participations may be issued legally. Both the face value of the issued participations and the share premium must be paid in full at the time of the subscription of the equity participations.

**ARTICLE 7.-** The equity participations are cumulative, equal and indivisible; they may not be represented by means of titles or account entries, nor may they be called shares.

Each equity participation bestows upon the partner the rights and duties inherent thereto, including, inter alia:

- a) Participating proportionally in the distribution of company earnings and in the equity resulting from liquidation.
- b) The pre-emptive right in the issue of new equity participations.
- c) Attending and voting in the General Shareholders Meetings, each equity participation entitling one vote and the right to challenge company resolutions.
- d) Informing

**ARTICLE 8.-** The equity participations are indivisible. In the case of co-ownership, the co-owners of an equity participation must designate a single person to exercise the shareholder rights and they shall be jointly liable to the company concerning any obligations resulting from being a partner.

In the case of equity participation usufruct, being a partner is based on the bare owner, who shall exercise the company rights, but the usufructuary shall in any case have the right to the dividends agreed on by the company during the usufruct.

In the case of equity participation pledge, the owner of such participations shall be responsible for exercising partner rights, facilitated by the pledgee.

**ARTICLE 9.-** The ownership of participations entails approving and accepting these articles of association, and therefore being a partner entails, with no exception, not only that acceptance of the articles of association, but also submission to the resolutions passed by the company bodies in accordance with the law, with the exception of the rights of the partner to challenge such resolutions.

**ARTICLE 10.-** Any transfer of equity participations of the company sought to be made by any partner to any other person, whether a partner or not, shall be subject to the following limitations:

The decision to transfer such participations must be duly reported at the Company's registered address to the governing body, indicating the number and identification of the equity participations to be transferred, the essential transfer conditions, and the name, address and circumstances of the acquiring party.

Within fifteen days from the day after the indicated notification, the governing body of the company shall duly communicate this to all the partners who, within twenty days after that notification, may exercise the preferential right to purchase that is regulated under this article, duly communicating this within said term to the transferring partner and to the governing body of the company.

Should several partners wish to purchase the equity participations, they shall be distributed among such partners based on the face value of those participations that each of them holds, and should there be any remnant, it shall be purchased by the partner having the largest number of equity participations, and in the event of the same number of equity participations, they shall be adjudicated by lottery drawing.

If no shareholder exercises the preferential right to purchase, the Company may purchase those equity participations within the term of another twenty days, subject to the provisions of Article 140.2 of the Business Corporations Law and other legal provisions.

Once the aforementioned terms have lapsed and no partner or the company has exercised the preferential right to purchase, the partner may freely dispose of his equity participations, but subject to the price and other essential conditions indicated in the notification, and provided that the transfer is legalized within the following six months . Otherwise, the aforementioned notification must be withdrawn and the preferential right to purchase may be exercised as established in this article.

To exercise the right that is granted in this article, in the event of no agreement being reached, the purchasing price shall be the real value determined by the company's Auditor and if such auditor were not bound to verify the annual financial statement, by the Auditor who, at the request of any interested party, is appointed by the Companies Registrar of the city of the company's registered address.

The provisions of this article apply to any voluntary or mandatory transfer, to any onerous or lucrative transfer, or to any transfer inter vivos or due to death. In the case of acquiring equity participations due to an inheritance or bequest, or as the result of a legal or administrative enforcement proceeding, or as the result of the execution of the pledge on the equity participations and in other cases of the mandatory transfer of such participations, to refuse the registration of the transfer in the Partners Registry Book, the company must present to the requesting party, subject to the preceding paragraphs, a purchaser or acquirer of the participations or offer to purchase them itself at their real value at the time that the registration was requested, in accordance with the provisions of Article 140 of the Business Corporations Law and other legal provisions, said value being determined as provided above. If two months after the application for registration was presented the company has not acted as indicated above, said registration must be carried out.

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The limitations regulated in this article shall also apply to the creation of a pledge or usufruct over the equity participations, giving the pledgee or usufructuary, respectively, partner rights.

Such restrictions shall also be applied to transfers of pre-emptive rights or of the right to cost-free allocation in cases of a share capital increase.

### **TITLE III.- GOVERNMENT AND ADMINISTRATION OF THE COMPANY**

**ARTICLE 11.-** The company shall be governed, administered and represented by:

- a) The General Board of Partners; and
- b) The Board of Directors.

#### **GENERAL BOARD**

**ARTICLE 12.-** The legally constituted General Board represents all the partners; the resolutions passed by the board in accordance with these articles of association and for which they are authorized must mandatorily be complied with by all the partners, even dissident partners and those who have not participated in the meeting, with the exception of challenges that may legally correspond to them.

**ARTICLE 13.-** All the partners may attend the General Board Meeting.

Each equity participation entitles the partner to the right to one vote.

The administration must attend the General Board Meetings. Directors, Managers, Technicians and other persons interested in the smooth progress of company affairs may also attend such meetings and they shall have speaking privileges but shall not be allowed to vote.

**ARTICLE 14.-** Those persons not having the full capacity to act, Corporations or Public Establishments, legal persons and public tenders, bankruptcies, probates and intestate successions may be presented in the General Board Meetings by means of he or she who represents them. This shall be accredited through documentation, at the discretion of the Governing Body, at least one day prior to the indicated date for holding the Meeting.

**ARTICLE 15.-** Any partner with the right to attendance may be represented in the General Board Meeting by any person, whether they are a partner or not.

The representation must be conferred in writing and on a special basis for each Meeting, unless the representative is the spouse, ancestor or descendant of the principal or holds a general power of attorney executed in a public document for administering the entire equity that the principal may possess in the national territory.

**ARTICLE 16.-** The General Board Meetings may be Ordinary or Extraordinary. Any meeting that must be called within the first six months of each fiscal year shall be classified as an Ordinary Board Meeting. All other Meetings shall be considered Extraordinary Board Meetings.



**ARTICLE 17.-** The Ordinary General Board shall have the authority to censure the company management, to approve, where appropriate, the financial statements of the previous fiscal year and to resolve on the application of the result. It may also deliberate and decide on any issue falling within its jurisdiction that has been included in the notification of the meeting, complying with the provisions of the Business Corporations Law.

**ARTICLE 18.-** The notifications for the General Board Meetings shall be given by the Governing Body at least fifteen days prior to the date on which the Meeting is to be held by means of an announcement published in the Official Companies Registry Journal and in one of the most widely distributed newspapers in the province.

The announcement shall express whether the Meeting is an Ordinary or Extraordinary Meeting, the date, location and purpose of the meeting, expressing all the issues to be discussed, and, when required by Law, the right that the partners have to analyze the technical reports established by the law at the company's registered address and, where appropriate, to immediately obtain such reports free of charge.

An Extraordinary General Board Meeting must also be called when a number of partners representing at least five percent of the share capital so request and when they express in the petition the items to be discussed in the Meeting, proceeding as provided in the Business Corporations Law.

The provisions of this article shall be ineffective when the law provides other legal requirements for Meetings discussing certain items, in which case that specifically established shall be complied with.

**ARTICLE 19.-** General Board Meetings shall be held on the day indicated in the notification, where the company's registered address is located and the sessions may be extended for one or more consecutive days.

The extension may be agreed on at the request of the Governing Body or at the request of a number of partners representing a fourth of the share capital present at the Meeting.

Whatever the number of sessions of the Meeting may be, the Meeting shall be considered a single meeting and a single minutes will be issued for all the sessions.

**ARTICLE 20.-** The General Board Meeting shall be validly constituted when the partners who are present or represented hold at least the number of equity participations necessary for validly passing the issues subject to approval of the Board in each case.

**ARTICLE 21.-** The company resolutions must be passed by a majority of the validly issued votes provided that they represent at least a third of the votes corresponding to the equity participations into which the capital is divided. As an exception:

a.- The capital increase or reduction and any other modification to the Articles of Association, with the exception of the provisions of the following paragraph, dissolution of the Company, separation of the administrators and a change in the type of administration shall require the favorable vote of more than half the votes corresponding to the participations into which the share capital is divided.

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b.- Authorization for the administrators to be able to conduct, on their own account or for someone else, the same, similar or a complementary type of activity as that constituting the corporate purpose, the elimination or limitation of the preferential right in capital increases, the transformation, merger, spin-off, global assignment of assets and liabilities, moving the registered address abroad and excluding partners shall require the favorable vote of at least two thirds of the votes corresponding to the participations into which the share capital is divided.

The provisions of this article are understood notwithstanding the majority of the provisions that can be legally required for passing other resolutions which, in any case, must be complied with.

**ARTICLE 22.-** Notwithstanding the provisions of the preceding articles, the General Board Meeting shall be considered to be called and shall be validly constituted to discuss any issue provided that all the share capital is present and the attendees unanimously accept holding the Meeting.

**ARTICLE 23.-** The President and Secretary of any type of General Board Meetings shall be those holding those positions on the Board of Directors or, where these figures are missing, those persons designated by the General Board.

If there is a Vice-president or Vice-secretary of the Board of Directors, these persons shall exercise such positions in the absence of the President and Secretary. Only those issues included in the notification may be deliberated and voted on.

The President shall open and close the sessions, lead the debates, solving any regulatory doubts that may arise. The President shall decide when the issues have been discussed sufficiently, ordering that the vote be taken. He or she may also limit the time that those who have the right to speak may use. Voting may be verbal or by acclamation. Resolutions shall be passed by the majority of the capital that is present or represented, with the exception of a legal provision establishing otherwise.

In all other matters, attendance verification, voting and the right of information of the partners shall abide by the provisions laid out in the law.

**ARTICLE 24.-** Minutes of the General Board Meetings shall be issued in the Book that will be used for that purpose. The minutes may be approved by the General Board itself after the meeting was held and, by default, within fifteen days by the President and two Controllers, one who represents the majority and another who represents the minority. If the minutes are not approved in either of the two forms, they can be approved at the next General Board Meeting held provided that the approval thereof is included in the notification.

Certifications of the minutes shall be issued by the Secretary of the Board of Directors or, where appropriate, by the Vice-secretary with the approval of the President or Vice-president, where appropriate.

**ARTICLE 25.-** The resolutions referred to in the preceding articles shall be, from the time they are approved, executive resolutions that are mandatory for all the partners, even for those who are absent, incapacitated or dissident, notwithstanding the right to challenge established in the Business Corporations Law for those resolutions contrary to the law, which oppose the articles of association or which damage the interest of the company to the benefit of one or several partners or third parties.

## **GOVERNING BODY**

**ARTICLE 26.-** The Company shall be governed and administered by a Board of Directors made up of a number of members, who are partners or not, which shall not be less than three or more than seven, chosen by the General Board. They may be natural persons or legal persons.

The Board of Directors shall elect from amongst themselves a President and, if they deem it appropriate, one or several Vice-presidents who shall replace them in cases of absence or illness. The Board of Directors shall also elect a Secretary and, if they deem it appropriate, a Vice-secretary; these positions may be given to partners in the company or to persons outside the company who, in the latter case, shall not have the right to vote.

The Administrators may exercise their functions for five years, and they can be re-elected one or several times for periods of the same duration. Once this period has ended, the appointment shall expire either when the next General Board Meeting is held or when the legal term for holding the Ordinary General Board Meeting has lapsed.

Those who are bankrupt or in non-discharged insolvency, minors or disabled persons, those who have been sentenced to punishments entailing the disqualification to hold a public office, those who may have been sentenced for serious violation of the law or legal provisions and those who, as a result of the position they hold, cannot work in trade, may not be Administrators. Nor may civil servants working for the Administration having functions relating to the activities of the company be Administrators either.

Likewise, those persons declared incompatible under Law 5/2006 of 10 April for regulating conflicts of interest of members of the Government and of Senior Officials of the General Administration of the State, and under Law 14/1995 of 21 April on incompatibilities of Senior Officials of the Community of Madrid, or under any other national or autonomous community law, are expressly prohibited from holding positions in this company.

The Board of Directors shall meet as frequently as required by the interests of the company on those days decided on by same, and at the discretion of the President, who shall hold the power to call a meeting when he or she deems it appropriate.

However, a meeting must be called with a maximum period of 15 days when requested in writing by at least two Board Members.

Notifications shall be by letter or telegram addressed personally to each Board Member at least five days prior to the date of the meeting.

The Board of Directors shall meet at the registered address or anywhere else in the same city established in the notification. To validly hold sessions, half plus one of the components of the Board of Directors, either present or represented, must be in attendance. Deliberations shall be in accordance with the provisions of Article 23 for General Board Meetings.

Board Members may delegate their attendance and vote in writing in any other Board Member. The resolutions of the Board of Directors, with the exception of those for which the law stipulates enhanced majority, shall be passed by absolute majority of the votes of the Board Members present and represented and shall be reflected in the corresponding minutes. The minutes of the Board of Directors shall be signed by the President or the person substituting for him or her, and the Secretary or Vice-secretary, and shall then be transcribed into the corresponding Minutes Book. Certifications of the minutes shall be issued by the Secretary or Vice-secretary with the approval of the President or Vice-president, or by those persons legally filling in for them. Resolutions shall be executed by the Secretary or the Board Member or Members to whom this has been delegated. The components of the Board of Directors themselves or the person having

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sufficient power of attorney shall have access at any time to the company's accounting for information purposes.

The Board of Directors shall regulate its own working and shall accept Member resignation.

**ARTICLE 27.-** Representation of the Company in and out of court corresponds collectively to the Board of Directors, who shall make decisions according to the provisions of the preceding article and shall have the broadest powers to, for and on behalf of the company, carry out any type of acts and businesses of day to day management, disposal, acts which are obligatory or acquisition of property in fee simple, with any natural or legal person, including Official Institutions of both the Central Administration and of any Autonomous Community, and bank entities, including the Banco de España, Banco Hipotecario de España, Banco Exterior de España, and Banco de Crédito Industrial, as well as Savings and Loans Banks, without exception, and with respect to any type of chattels and real estate, public bonds and negotiable instruments.

These very broad powers shall comprise, as merely illustrative and non-limiting examples, the powers of purchasing, selling, transferring, exchanging, mortgaging, postponing mortgages, canceling or encumbering for any purpose; declaring new constructions, material and horizontal property divisions, groupings, segregations and, generally, any type of modifications in the properties and registration entities; marking the boundaries of estates; opening, tracking and canceling checking and credit accounts and accounts of any other type; having access to funds in any manner deemed appropriate; issuing, discounting, drawing, backing, accepting, endorsing, protesting and negotiating bills of exchange of any type, including financial bills of exchange, and generally drawing up exchange statements of any type; reaching settlements; making binding commitments in arbitrators at law or in equity; receiving cash sums; giving receipts of payment; acquiring for any purpose; splitting up assets; renting; contracting insurance of any type, including comprehensive insurance; formulating and replying to official communications and notifications; receiving loans; bidding in tenders and auctions, submitting offers; making, modifying and withdrawing provisional and definitive deposits, even in the Caja General de Depósitos, and undersigning the corresponding contracts. This shall all be done with the essential requirements, forms, period, conditions, guarantee and additional stipulations deemed appropriate. Instituting and following proceedings of any type himself or herself or through Attorneys of Record and Attorneys by means of granting for that purpose the relevant powers of attorney and in all the instances, procedures and appeals of the proceedings, even being able to testify at trial and reply to interrogations.

Granting and revoking powers, appointing agents as deemed necessary for the smooth operation of the company, specifying the powers granted in each case, which may cover the powers listed in this article that are considered necessary or appropriate for carrying out these acts.

**ARTICLE 28.-** The Board of Directors may appoint from within an Executive Committee or one or several Managing Directors, when deemed appropriate, determining those persons who must exercise such responsibilities and their manner of acting, being able to completely or partially, temporarily or permanently delegate in them all the powers that are not prohibited by law from being delegated.

The Board of Directors may also permanently delegate its powers of representation in one or more Board Members, determining if there is more than one if such members may act jointly or jointly and severally.

The permanent delegation of any power of the Board of Directors shall require for the sake of validity the favorable vote of two thirds of the Board Members and shall be in effect from the time it is registered in the Companies Registry.

The preparation of the annual financial statements and the presentation thereof to the General Board, as well as the powers granted by the latter to the Board of Directors, unless otherwise authorized to do so, may not be delegated.

#### **TITLE IV.- CORPORATE FISCAL YEAR, BALANCE SHEET AND APPLICATION OF THE RESULTS**

**ARTICLE 29.-** The corporate fiscal year shall begin on the first day of January and end on the thirty-first day of December of each year. The first corporate fiscal year shall exceptionally begin on the day of signing the deed of incorporation of the company and shall end on the thirty-first day of December of the same year.

Accounting shall be handled as established in the Code of Commerce and in other special provisions, where appropriate, with the ancillary documents and books that are necessary or deemed appropriate.

**ARTICLE 30.-** The Governing Body must formalize, within the legal term, the annual financial statements, the management report and the proposed application of the result. Once this documentation is reviewed by the Auditors, if the appointment thereof is appropriate or if their support was chosen according to the provisions of the law, it shall be submitted to the Ordinary General Board together with their report.

The annual financial statements shall comprise the balance sheet, the profit and loss statement and the report. These documents must be written clearly and reflect an accurate picture of the equity, of the situation and of the results of the company according to the provisions of the Business Corporations Law and the Code of Commerce. The report shall discuss the balance sheet and the profit and loss statement.

The annual financial statements and the management report must be signed by all the Administrators. After the notification of the General Board Meeting, any partner may obtain from the company immediately and free of charge the documents which must be submitted to approval by same, together with the report where appropriate of the Auditors, mentioning this fact in the notification of the Meeting.

**ARTICLE 31.-** The General Board shall resolve the application of the result of the fiscal year according to the approved balance sheet. A figure equal to ten percent of the fiscal year profit shall be used as a legal reserve until reaching at least twenty percent of the share capital.

Once the legal reserve is covered and the sums which will be used to provide the funds for the different voluntary reserves agreed on are determined, the dividends will be distributed among the partners, charged against the profits or the unrestricted reserves, the distribution being in accordance with the subscribed capital, the legal provisions in defense of the share capital being complied with.

The General Board or the Administrators may resolve to distribute amounts into the dividends account with limitations and complying with the requirements established in the Business Corporations Law.

#### **TITLE V.- DISSOLUTION AND LIQUIDATION OF THE COMPANY**

**ARTICLE 32.-** The company shall be dissolved on the grounds provided for under the Business Corporations Law.

When any of the grounds for termination requiring resolution of the General Board exist, the Administrators must call a meeting themselves or at the request of any partner within two months from the existence of such grounds.

If the General Board Meeting is not called or a resolution supporting the termination is not passed, the Administrators must or any interested may request the judicial termination of the company.

When the grounds for dissolution are the existence of losses reducing the equity to an amount less than half the share capital, such share capital may be increased or reduced, reconstructing the company equity by a sufficient amount provided that such measures are adopted before decreeing the judicial dissolution of the company.

**ARTICLE 33.-** If the General Board of Partners resolves to terminate, it shall appoint one or more Receivers, always in an uneven number, whose powers shall also be established in accordance with the provisions of the Business Corporations Law. Once the Receivers are appointed, the attributions and powers of the Board of Directors shall cease, and the only body with authority in the Company from that time on shall be the General Board of Partners.

**ARTICLE 34.-** The rules established in the law shall be observed in the liquidation of the company, those appointed by the General Board in an uneven number acting as Receivers.

**ARTICLE 35.-** Notwithstanding the right to challenge the company resolutions according to the law, any disputes or differences between the company and the shareholders, among the shareholders themselves or with the Board of Directors or divisions that may arise in the General Board, shall be submitted to Arbitration at Law according to Arbitration Law 60/2003 of 23 December.

**NOTE.-** I hereby certify that I have issued a first copy of this document for the appearing party on the same day of execution on 103 pages of paper used exclusively for notarized documents, series AP, numbers 1743564, the following 24, 1743599, 1743600, 1743601, 1743603, 1743604, 1743736, 1743731, the following 4, 1743610, the following 19, 1743632, the following 39, 1743718, 1743719, 1743721 and the following 3 in correlative order.

**I HEREBY CERTIFY that THIS IS A SECOND LITERAL COPY of the original document where this has been noted, which is not enforceable. At the request of the appearing party in the capacity in which he acts, I hereby issue this document on one hundred and two pages of paper used exclusively for notarized documents, series 3R, numbers 1344393 and the preceding one hundred and one numbers in the reverse order, to which I affix my signature and stamp in Madrid on the second day of November of two thousand eleven.**

[Illegible signatures]

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[Seal- Attested to by Public Notary- General Council of Spanish Notaries- European Notaries- 0163814567]

Charged Fee, 3<sup>rd</sup> Additional Provision Law 8/89

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**I, JOSÉ MARÍA MATEOS SALGADO, NOTARY OF MADRID AND A MEMBER OF ITS NOTARY ASSOCIATION,**

**HEREBY CERTIFY:** That this photocopy, issued on twenty pages of paper used by the Notary Associations of Spain, which are all from the same series and numbered in reverse order, which I attach to one another and affix my stamp, is a **partial authenticated copy of the original**, and none of what has been omitted alters, restricts, conditions or limits what has been copied; I have seen the original and compared it with this document.

At the request of the interested party, I hereby issue this authenticated copy in Madrid, on the fourteenth day of November of two thousand eleven.

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Entry no. 1623

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VOLUME 4

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Section Two