

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	CORRECTIVE ASSIGNMENT
NATURE OF CONVEYANCE:	Corrective Assignment to correct the name of the prior owner OCCIDENTAL HOTELES MANAGEMENT, S.A. and the current owner OCCIDENTAL HOTELES MANAGEMENT, S.L. previously recorded on Reel 003863 Frame 0817. Assignor(s) hereby confirms the Change of Name from OCCIDENTAL HOTELES MANAGEMENT, S.A. to OCCIDENTAL HOTELES MANAGEMENT, S.L..

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
OCCIDENTAL HOTELES MANAGEMENT, S.A.		12/28/2007	COMPANY: SPAIN

RECEIVING PARTY DATA

Name:	OCCIDENTAL HOTELES MANAGEMENT, S.L.
Street Address:	Jose Abascal No. 58, 6th Floor
City:	Madrid 28003
State/Country:	SPAIN
Entity Type:	COMPANY: SPAIN

PROPERTY NUMBERS Total: 3

Property Type	Number	Word Mark
Registration Number:	2990433	OCCIDENTAL
Registration Number:	3172832	OCCIDENTAL FIRST CLUB
Serial Number:	77083489	OCCIDENTAL VACATION CLUB

CORRESPONDENCE DATA

Fax Number: (212)246-8959
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 212-708-1942
 Email: lbryer@ladas.com
 Correspondent Name: Ladas & Parry LLP
 Address Line 1: 26 West 61st Street
 Address Line 4: New York, NEW YORK 10023

ATTORNEY DOCKET NUMBER: NTMA 080910:753

TRADEMARK

CH \$90.00 2990433

DOMESTIC REPRESENTATIVE

Name: Ladas & Parry LLP
Address Line 1: 26 West 61st Street
Address Line 4: New York, NEW YORK 10023

NAME OF SUBMITTER:	Lanning G. Bryer
Signature:	/lgb/
Date:	10/10/2008

Total Attachments: 27

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D:LADAS & PARRY LLP COMPANY:26 YELLOW STREET

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:		NEW ASSIGNMENT	
NATURE OF CONVEYANCE:		CHANGE OF NAME	
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
OCCIDENTAL HOTELS MANAGEMENT, S.A.		12/28/2007	COMPANY: SPAIN
RECEIVING PARTY DATA			
Name:	OCCIDENTAL HOTELS MANAGEMENT, S.L.		
Street Address:	Jose Abascal No. 58, 6th Floor		
City:	Madrid 28003		
State/Country:	SPAIN		
Entity Type:	COMPANY: SPAIN		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	2990433	OCCIDENTAL	
Registration Number:	3172832	OCCIDENTAL FIRST CLUB	
Serial Number:	77083489	OCCIDENTAL VACATION CLUB	
CORRESPONDENCE DATA			
Fax Number:	(212)246-8959		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	212-708-1870		
Email:	lbryer@ladas.com		
Correspondent Name:	Ladas & Parry LLP		
Address Line 1:	26 Yellow Street		
Address Line 4:	New York, NEW YORK 10023		
ATTORNEY DOCKET NUMBER:	NTMA 080910:753		
DOMESTIC REPRESENTATIVE			
Name:	Ladas & Parry LLP		

CH \$90.00 2990433

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REEL: 003869 FRAME: 0255

D:\LADAS & PARRY LLP COMPANY:26 YELLOW STREET

Address Line 1: 26 West 61st Street
Address Line 4: New York, NEW YORK 10023

NAME OF SUBMITTER: Lanning G. Bryer

Signature: /lgb/

Date: 10/02/2008

Total Attachments: 22

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UNITED STATES OF AMERICA

S C H E D U L E

OCCIDENTAL and Device 2990433

OCCIDENTAL FIRST CLUB & Device 3172832

OCCIDENTAL VACATION CLUB and Design

No. 77/083489

Dated: July 16, 2007



ANTONIO PÉREZ-COCA CRESPO
Notario
C/ Monte Esquinza, 6
28010 MADRID
Tel.: 91 418 32 80 Fax.: 91 319 90 46

ES COPIA SIMPLE

ESCRITURA DE ELEVACIÓN A PÚBLICOS DE ACUERDOS
SOCIALES DE LA SOCIEDAD "OCCIDENTAL HOTELES
MANAGEMENT, S.A."_____

NÚMERO CINCO MIL CUATROCIENTOS CINCUENTA Y SIETE_____

En MADRID, mi residencia, a veintinueve de
diciembre de dos mil siete._____

Ante mí, ANTONIO PÉREZ-COCA CRESPO, Notario de
esta Capital y del Ilustre Colegio de Madrid._____

_____COMPARECE_____

D. ROBERTO DELGADO GIL, mayor de edad, casado,
con domicilio a estos efectos en Madrid, calle
Hermosilla, número 3, y con D.N.I. 34.083.785-Q._____

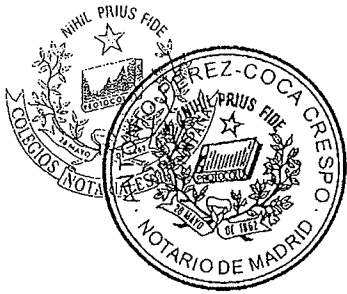
INTERVIENE en nombre y representación, como
Secretario del Consejo de Administración, de la
Sociedad "OCCIDENTAL HOTELES MANAGEMENT, S.A.",
domiciliada en Madrid, calle José Abascal número
58, 6°. Constituida por tiempo indefinido bajo la
denominación HUSA INTERNACIONAL, S.A. mediante
escritura otorgada con fecha 24 de mayo de 1982,
ante el Notario de Madrid D. José Luis Álvarez

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Álvarez, bajo el número 2.120 de orden de su protocolo. Adaptados sus Estatutos a la legislación vigente por virtud de escritura pública otorgada ante el Notario de Madrid, D. José Luis Álvarez Álvarez, el 27 de noviembre de 1991, con el número 3.295 de su protocolo, que causó la inscripción 25ª en la hoja registral abierta a la Sociedad en el Registro Mercantil de Madrid. La sociedad se halla inscrita en el Registro Mercantil de Madrid, al tomo Tomo 1.952, Folio 102, Hoja nº M-34.930, inscripción 1ª. Cambiada su denominación por la actual por virtud de escritura otorgada ante el Notario de Madrid D. José Luis Álvarez Álvarez, de fecha 22 de mayo de 1992, con el número 1.803 de su protocolo. que causó la inscripción 26ª en la hoja registral abierta a la Sociedad en el Registro Mercantil de Madrid Tiene C.I.F. número A-28775997.

Fue nombrado para su expresado cargo en la escritura otorgada ante el Notario de Madrid, D. Antonio Perez-Coca Crespo, con fecha 28 de diciembre de 2007, número * de protocolo, copia de la cual se halla pendiente de inscripción en el citado Registro Mercantil de Madrid, que tengo a la vista, y reelegido en su cargo por virtud de los



acuerdos que por la presente se formalizan.———

Asimismo, se encuentra especialmente facultado para el presente otorgamiento en virtud de los acuerdos adoptados por la Junta General Extraordinaria y Universal de la Sociedad, con fecha 29 de diciembre de 2007, lo cual me acredita el compareciente con la exhibición y entrega de una Certificación del Acta donde se recogen los referidos acuerdos, librada y firmada por el Secretario no Consejero, el aquí compareciente, con el visto bueno del Presidente, D. Gregorio de Diego de Gregorio, cuyas firmas considero legítimas y legitimo, la cual incorporo a la matriz de la presente, como Documento Anexo I, para sus posteriores copia y traslados.———

Asevera el compareciente que la Sociedad que representa subsiste, y que sus facultades de representación, no le han sido revocadas, suspendidas ni limitadas en modo alguno.———

Identifico al compareciente por su documento

nacional de identidad. Tiene, a mi juicio, tal como interviene, la capacidad legal necesaria para otorgar la presente escritura de ELEVACIÓN A PÚBLICO DE ACUERDOS SOCIALES DE LA SOCIEDAD "OCCIDENTAL HOTELES MANAGEMENT, S.A." relativos a su transformación en sociedad de responsabilidad limitada y, al efecto, _____

_____ OTORGA _____

PRIMERO.- ELEVACIÓN A PÚBLICO DE ACUERDOS SOCIALES. _____

Que el compareciente, en la condición bajo la que actúa, ELEVA A PÚBLICO el total contenido de los acuerdos recogidos en la Certificación del Acta de la Junta General de la Sociedad, protocolizada como Documento Anexo I, cuyo contenido se da aquí por íntegramente reproducido y al que se remite en su integridad en evitación de innecesarias reiteraciones, las cuales tratan, en síntesis, sobre las materias que se relacionan a continuación: _____

1.- La transformación de la sociedad, que venía revistiéndose de la forma de compañía anónima, en sociedad de responsabilidad limitada, y en ejecución de ello: _____



a) La aprobación de la transformación de la Sociedad a la forma de sociedad de responsabilidad limitada, sobre la base del balance general de situación de la sociedad formulado y cerrado el día anterior al de la toma del acuerdo de transformación._____

Dicho balance, que figura como anexo a la certificación protocolizada, se incorpora una copia como Documento Anexo II._____

Además, me entrega también el compareciente, conforme actúa, un ejemplar del balance final de la sociedad en su etapa anónima, con fecha de ayer, a efectos de dar cumplimiento a lo dispuesto en el artículo 227 del texto refundido de la Ley de Sociedades Anónimas. No obstante, se deja constancia de que dicho balance coincide con el adjunto al acta, dado que los acuerdos han sido adoptados con fecha de hoy._____

Otros ejemplares de ambos balances precitados se acompañarán a la primera copia que de esta

escritura se expida para su depósito en el Registro Mercantil, como establece el artículo 220.2.b) del Reglamento del Registro Mercantil.-----

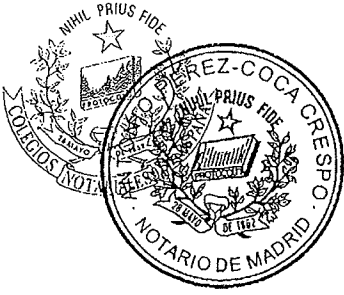
b) La aprobación de nuevos Estatutos Sociales que rijan el funcionamiento de "OCCIDENTAL HOTELES MANAGEMENT, S.L.".-----

Dichos estatutos figuran igualmente como anexo a la certificación protocolizada, y han quedado asimismo unidos, para su constancia, a esta matriz como Documento Anexo III.-----

c) La anulación de las acciones de "OCCIDENTAL HOTELES MANAGEMENT, S.A.", y su sustitución por las correspondientes participaciones sociales, asignando a los accionistas las pertinentes participaciones en "OCCIDENTAL HOTELES MANAGEMENT, S.L.", en los términos que constan en la documentación incorporada como Documento Anexo I, que se da por íntegramente reproducida a los efectos aquí consignados.-----

d) La reelección del órgano de administración, por el plazo indefinido recogido en los Estatutos Sociales.-----

Por lo demás, no se ha procedido a dar al acuerdo de transformación adoptado la publicidad



que en el "Boletín Oficial del Registro Mercantil" y en los diarios de la provincia en que se halle el domicilio social exige el artículo 224.2 del texto refundido de la Ley de Sociedades Anónimas, por haberse adoptado dicho acuerdo por unanimidad y en Junta Universal, lo que le permite ampararse en lo dispuesto en el artículo 220.1.1º, inciso final, del Reglamento del Registro Mercantil, que, en el expresado, exime de las aludidas publicaciones.——

SEGUNDO.- CUMPLIMIENTO DE LOS REQUISITOS LEGALES RELATIVOS A LA TRANSFORMACIÓN.—————

Que a efectos informativos se hace constar que con fecha 28 de diciembre de 2007, ante el Notario de Madrid, D. Rafael Monjó Carrío, se elevaron a público los acuerdos sociales en virtud de los cuales la Sociedad absorbió a su accionista único, la sociedad Metropolitan Participations, S.L.; la referida escritura fue objeto de presentación a inscripción en el día de ayer en el Registro Mercantil de Madrid.—————

Que, a los efectos de lo dispuesto en el artículo 220 del vigente Reglamento del Registro Mercantil, el compareciente remitiéndose a lo que resulta de esta escritura y de la Certificación del Acta de la Junta General de la Sociedad incorporada como Documento Anexo I y en la medida de lo legalmente exigido, declara:_____

1°) Que las acciones de "OCCIDENTAL HOTELES MANAGEMENT, S.A." han sido anuladas._____

2°) Que el capital social está íntegramente asumido y desembolsado._____

3°) Que a la fecha de la escritura el patrimonio social cubre íntegramente la cifra de capital de la entidad._____

4°) Que las nuevas participaciones sociales representativas del capital de la compañía en su nueva configuración como sociedad limitada se han adjudicado a los accionistas de la Sociedad, sin que, a este respecto, existan emitidas obligaciones convertibles en acciones que deban ser atendidas.—

Y 5°) Que ninguno de los socios ha hecho uso de su derecho de separación de la sociedad._____

TERCERO.- INSCRIPCIÓN PARCIAL._____

Advierto expresamente de la obligatoriedad de la



inscripción de esta escritura en el Registro Mercantil._____

De conformidad con lo establecido en el Reglamento del Registro Mercantil, el otorgante, según interviene, consiente expresamente la inscripción parcial de la presente escritura en el supuesto de que cualquiera de sus cláusulas o estipulaciones adoleciera de algún defecto a juicio del Registrador Mercantil._____

De acuerdo con lo establecido en la Ley Orgánica 15/1999, el compareciente queda informado y acepta la incorporación de sus datos a los ficheros automatizados existentes en la Notaría, que se conservarán en la misma con carácter confidencial, sin perjuicio de las remisiones de obligado cumplimiento._____

Tales son los extremos de la presente que formaliza y aprueba el compareciente, al que hago las reservas y advertencias legales y en especial las de carácter fiscal, así como las de la

PT6891833

TRADEMARK
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obligatoriedad de su inscripción en el Registro Mercantil. _____

Por su elección, le permito al compareciente, la lectura del presente instrumento, y enterado de su contenido, la encuentra conforme, asiente y firma.-

De todo lo cual y de que el otorgante me ha identificado su personalidad a través de su documento de identidad reseñado en la comparecencia de la presente, coincidiendo su fisonomía y firma que aquí estampa, con la que en dichos documentos aparece consignada y de que el presente instrumento público queda extendido en cinco folios de papel timbrado de uso exclusivo para documentos notariales, serie 8E, números 6632391, 6632392, 6632393, 6632394, y el del presente, yo, el Notario, doy fe. _____

Sigue la firma del compareciente.- Signado.- ANTONIO PÉREZ-COCA CRESPO.- rubricados.- Sello de la notaría. _____

_____SIGUEN DOCUMENTOS UNIDOS_____

UNITED STATES OF AMERICA

S C H E D U L E

OCCIDENTAL and Device 2990433

OCCIDENTAL FIRST CLUB & Device 3172832

OCCIDENTAL VACATION CLUB and Design

No. 77/083489

Dated: July 16, 2007

[Notary seal]

ANTONIO PÉREZ-COCA CRESPO
Notary Public
C/Monte Esquinza, 6
28010 MADRID
Tel.: 91 418 32 80 Fax: 91 319 90 46

PUBLIC DOCUMENT OF AUTHENTICATION BY NOTARIZATION OF
THE CORPORATE RESOLUTIONS OF “OCCIDENTAL HOTELES
MANAGEMENT, S.A.”

NUMBER FIVE THOUSAND FOUR HUNDRED AND FIFTY-SEVEN

In MADRID, in my office, on December twenty-nine, two thousand seven.

Before me, **ANTONIO PÉREZ-COCA CRESPO**, Notary Public of this Capital and of the distinguished Colegio de Madrid.

THE FOLLOWING PERSON DID APPEAR:

ROBERTO DELGADO GIL, of legal age, married, domiciled for this purpose, in Madrid, calle Hermosilla, número 3, National Identity Card (D.N.I.) no. 34.083.785-Q.

HE IS ACTING for and on behalf, as Secretary of the Board of Directors, of **“OCCIDENTAL HOTELES MANAGEMENT, S.A.”**, domiciled in Madrid, calle José Abascal número 58, 6º. The company was created for an indefinite period of time under the name HUSA INTERNACIONAL, S.A. by means of a public document executed on May 24, 1982, before the Notary Public of Madrid, José Luis Álvarez

PT6891837

Álvarez, under number 2120 of his public records. Its By-Laws were adapted to the existing legislation pursuant to the public instrument executed before the Notary of Madrid, José Luis Álvarez Álvarez, on November 27, 1991, number 3295 of his public records, which led to the 25th entry in the registry sheet opened for the Company in the Commercial Registry of Madrid. The company is listed in the Commercial Registry of Madrid, in Volume 1952, Folio Page 102, Sheet no. M-34930, 1st entry. Its name was changed to the current name pursuant to the public document executed before the Notary Public of Madrid, José Luis Álvarez Álvarez, on May 22, 1992, under number 1803 of his public records, which led to the 26th entry in the registry sheet opened for the Company in the Commercial Registry of Madrid . Its C.I.F. number is A-28775997.

He was appointed for his aforementioned position in the public document executed before the Notary of Madrid, Antonio Perez-Coca Crespo, on December 28, 2007, number * of his public records, a copy of which is pending registration in the aforementioned Commercial Registry of Madrid, which I have seen, and was re-elected in his post by virtue of the

[Two notary stamps]

resolutions formalized hereunder.

Furthermore, he is expressly authorized to execute this public document pursuant to the resolutions adopted by the Company's Extraordinary and General Shareholders' Meeting on December 29, 2007, which was substantiated before me by the party appearing with the presentation and submission of a Certification of the Minutes containing the aforementioned resolutions, issued and signed by the non-board member Secretary, the party appearing hereto, with the approval of the Chairman, Gregorio de Diego de Gregorio, whose signatures I consider authentic and I do so certify, and which I include in the original copy of this instrument as **Attached Document I**, for subsequent copying and remittal.

The party appearing affirms that the Company he represents exists, and that his powers of representation have not been revoked, suspended or limited in any way whatsoever.

I identify the party appearing by his National Identity Document.

PT6891836

He has, in my judgment, to the extent that he intervenes, the legal capacity required to execute this public document of **AUTHENTICATION BY NOTARIZATION OF THE CORPORATE RESOLUTIONS OF “OCCIDENTAL HOTELES MANAGEMENT, S.A.”** relative to its transformation into a limited liability company, and for this purpose, _____

HEREBY EXECUTES

ONE.- AUTHENTICATION BY NOTARIZATION OF CORPORATE RESOLUTIONS

The party appearing, in the capacity under which he is acting, **AUTHENTICATES BY NOTARIZATION** the entire content of the resolutions contained in the Certification of the Minutes of the Company’s General Shareholders’ Meeting, officially recorded as **Attached Document I**, the contents of which are deemed as fully reproduced herein and are referred to in their entirety so as to prevent unnecessary repetitions. In sum, they deal with the subjects listed below:

1.- The transformation of the company from a corporation to a limited liability company, and in implementation therewith:

[Two notary seals]

a) The approval of the Company's transformation to a limited liability company, on the basis of the company's general balance sheets prepared and closed on the day prior to the day the transformation resolution was adopted.

A copy of this balance sheet, which appears as an annex to the officially recorded certificate, is included as **Attached Document II.**

Additionally, the party appearing also turned over to me, in the capacity in which he acts, a copy of the final balance sheet of the company as a corporation, dated yesterday, for the purpose of complying with the provisions of Article 22 of the consolidated text of the Corporations Law. Nevertheless, it is duly noted that **said balance sheet is consistent with the balance sheet attached to the minutes, given that the resolutions were adopted with today's date.**

Other copies of both aforementioned balance sheets will be attached to the first copy that is issued of this public document,

PT6891835

to be deposited in the Commercial Registry, as set forth in Article 220.2.b) of the Commercial Registry Regulations.

b) The approval of new Corporate By-Laws governing the operation of **“OCCIDENTAL HOTELES MANAGEMENT, S.A.”**

These By-Laws also appear as an annex to the officially recorded certificate, and were also attached, for the record, to this original copy as **Attached Document III.**

c) The cancellation of the shares of **“OCCIDENTAL HOTELES MANAGEMENT, S.A.”** and their replacement by the corresponding company shares assigning to the shareholders the relevant shares in **“OCCIDENTAL HOTELES MANAGEMENT, S.L.”** under the terms set forth in the documentation included as Attached Document I, which is deemed as fully reproduced for the purposes set forth herein.

d) The re-election of the administrative body for the indefinite term specified in the Corporate By-Laws.

Subsequently, the transformation resolution adopted was not

[Two notary seals]

published in the “Official Bulletin of the Commercial Registry” and in the newspapers of the province where the corporate domicile is located, as required by Article 224.2 of the consolidated text of the Corporations Law, since this resolution was adopted unanimously and at a General Shareholders’ Meeting, which allows it to be covered under the provisions of Article 220.1.1^o, final subparagraph, of the Commercial Registry Regulations, which, as hereinabove set forth, exempts the aforementioned publications.

**TWO- COMPLIANCE WITH THE LEGAL REQUIREMENTS
PERTAINING TO THE TRANSFORMATION**

For information purposes only, it is duly noted that on December 28, 2007, before the Notary Public of Madrid, Rafael Monj3 Carrio, the corporate resolutions were authenticated by notarization, pursuant to which the Company absorbed its sole shareholder, Metropolitan Participations, S.L.; the aforementioned public document was presented for registration yesterday in the Commercial Registry of Madrid.

PT6891834

Pursuant to Article 220 of the existing Commercial Registry Regulations, the party appearing, referring to what is indicated in this public document and in the Certification of the Minutes of the Company's General Shareholders' Meeting included as Attached Document I, and as legally required, declares as follows:

- 1º) The shares of "OCCIDENTAL HOTELES MANAGEMENT, S.A." have been cancelled.
 - 2º) The capital stock is fully assumed and paid up.
 - 3º) On the date of the public document, the equity capital fully covers the capital amount of the company.
 - 4º) The new company shares representing the company's capital in its new form as a limited liability company were awarded to the Company's shareholders, and, in this regard, no convertible bonds for which action is required were issued.
- And 5º) None of the shareholders exercised the right of separation from the company.

THREE.- PARTIAL REGISTRATION

I expressly give notice that this public document

[Two notary seals]

must, on a mandatory basis, be registered in the Commercial Registry.

As set forth in the Commercial Registry Regulations, the principal, to the extent that he intervenes, expressly consents to the partial registration of this public document in the event that any of its clauses or stipulations has not been implemented in some way, in the judgment of the Commercial Registrar.

As set forth in Organic Law 15/1999, the party appearing has been informed, and so agrees, that his personal data will be included in the existing computer files in the Notary Office and that they will be kept confidential without prejudice to mandatory disclosures.

The points of this instrument are as mentioned above and are formalized and approved by the party appearing, to whom I give the admonitions required by law, in particular those that are tax-related, as well as those

PT6891833

concerning the mandatory nature of its registration in the Commercial Registry.

The party appearing was given the option to read this instrument and, after having read the contents he found it in order, expressed his agreement and signed.

In witness whereof, and since the principal confirmed his legal status to me through his identity document described in the appearance section of this document, and since his features and signature affixed hereto match what is set forth in said documents, and since this public instrument is issued on five folio pages of stamped paper for the exclusive use for notary documents, series 8E, numbers 6632391, 6632392, 6632393, 6632394 and this page, I, the Notary Public, do so certify.

The signature of the party appearing follows.- Signed – ANTONIO PÉREZ-COCA CRESPO – initials - Notary seal. _____

_____ATTACHED DOCUMENTS FOLLOW_____