

GLOBAL CERTIFICATION REGARDING CORRESPONDENT ACCOUNTS FOR BANCO BILBAO VIZCAYA ARGENTARIA, S.A. ENTITIES

The information contained in this Certification is sought pursuant to Sections 5318(j) and 5318(k) of Title 31 of the United States Code, as added by sections 313 and 319(b) of the USA PATRIOT Act of 2001 (Public Law 107-56).

This Certification should be completed by any foreign bank that maintains a correspondent account with any U.S. bank or U.S. broker-dealer in securities (a covered financial institution as defined in 31 C.F.R. 103.175(f)). An entity that is not a foreign bank is not required to complete this Certification.

A foreign bank is a bank organized under foreign law and located outside of the United States (see definition at 31 C.F.R. 103. 11 (o)). A bank includes offices, branches, and agencies of commercial banks or trust companies, private banks, national banks, thrift institutions, credit unions, and other organizations chartered under banking laws and supervised by banking supervisors of any state (see definition at 31 C.F.R. 103. 11 (c))¹.

A Correspondent Account for a foreign bank is any account to receive deposits from, make payments or other disbursements on behalf of a foreign bank, or handle other financial transactions related to the foreign bank.

Special instruction for foreign branches of U.S. banks: A branch or office of a U.S. bank outside the United States is a foreign bank. Such a branch or office is not required to complete this Certification with respect to Correspondent Accounts with U.S. branches and offices of the same U.S. bank.

Special instruction for covering multiple branches on a single Certification: A foreign bank may complete one Certification for its branches and offices outside the United States. The Certification must list all of the branches and offices that are covered and must include the information required in Part C for each branch or office that maintains a Correspondent Account with a covered Financial Institution. Use attachment sheets as necessary.

¹ A "foreign bank" does not include any foreign bank or monetary authority that functions as a central bank, or any international financial institution or regional development bank formed by treaty or international agreement.

a. The undersigned financial institution, Banco Bilbao Vizcaya Argentaria, S.A., on behalf of each of its branches, subsidiaries and affiliates listed on **Attachment A** (the "BBVA Group Entities"), hereby certifies as follows:

b. Correspondent Accounts covered by this Certification:

This Certification applies to all accounts established for the BBVA Group Entities by covered Financial Institutions.

c. Physical Presence/Regulated Affiliate Status:

All BBVA Group Entities maintain a physical presence and are regulated affiliates. That means that each such BBVA Group Entity:

1. Has a place of business at the street address set forth in the **Attachment A** where it employs one or more individuals on a full-time basis and maintains operating records related to its banking activities;
2. Is authorized to conduct banking activities in the country where its place of business is located;
3. Is subject to inspection by the Banking Authorities identified in **Attachment A** that licensed the particular BBVA Group Entity to conduct banking activities;
4. Is an affiliate of Banco Bilbao Vizcaya Argentaria, S.A., which maintain a physical presence at Paseo de la Castellana, 81, 28046 Madrid, Spain, where one or more persons is employed on a full-time basis and where operating records related to banking activities are maintained and where Banco Bilbao Vizcaya Argentaria, S.A. is authorized to conduct banking activities; and
5. Is subject to supervision by the federal banking supervisory agencies identified in **Attachment A** that regulate Banco Bilbao Vizcaya Argentaria, S.A.

d. Indirect Use of Correspondent Accounts:

No Correspondent Account maintained by a covered Financial Institution may be used to indirectly provide banking services to certain foreign banks. The BBVA Group Entities hereby certify that they do not use any Correspondent Account with a covered Financial Institution to indirectly provide banking services to any foreign bank that does not maintain a physical presence in any country and that is not a regulated affiliate.

e. Ownership Information:

The BBVA Group Entities have no owners except as set forth herein and in **Attachment A**. For purposes of this Certification, owner means any person who, directly or indirectly, (a) owns, controls, or has power to vote 25 percent or more of any class of voting securities or other voting interests of a foreign bank; or (b) controls in any manner the election of a majority of the directors (or individuals exercising similar functions) of a foreign bank. For purposes of this Certification, (i) person means any individual, bank, corporation, partnership, limited liability company or other legal entity; (ii) voting securities or other voting interests means securities or other interests that entitle the holder to vote for or select directors (or Individuals exercising similar functions); and (iii) members of the same family² shall be considered one person.

The BBVA Group Entities are owned, directly or indirectly, by Banco Bilbao Vizcaya Argentaria, S.A., Paseo la Castellana 81, 28046 Madrid, Spain, whose shares are publicly traded, unless otherwise indicated in **Attachment A**.

f. Process Agent:

BBVA Compass is a resident of the United States at the following address: BBVA Compass (Corporate Headquarters-Legal Department, Att Shane Clanton), 15 South 20th. Street Birmingham, Alabama 35233, and is authorized to accept service of legal process on behalf of the BBVA Group Entities that have a Correspondent Account with a covered Financial Institution from the Secretary of the Treasury or the Attorney General of the United States pursuant to Section 5318(k) of title 31, United States Code.

g. General

The BBVA Group Entities hereby agree to notify in writing each covered Financial Institution at which they maintain any Correspondent Account of any change in facts or circumstances reported in this Certification. Notification shall be given within 30 calendar days of such change.

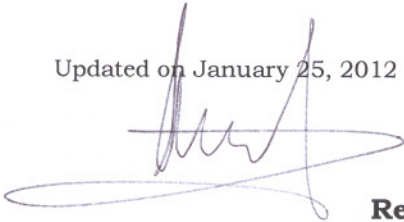
² The same family means parents, spouses, children, siblings, uncles, aunts, grandparents, grandchildren, first cousins, stepchildren, stepsiblings, parents-in-law and spouses of any of the foregoing. In determining ownership interests of the same family, any voting interest of any family member shall be taken into account.

The BBVA Group Entities understand each covered Financial Institution at which they maintain a Correspondent Account may provide a copy of this Certification to the Secretary of the Treasury and the Attorney General of the United States. The BBVA Group Entities further understand the statements contained in this Certification may be transmitted to one or more departments or agencies of the United States of America for the purpose of fulfilling such departments' and agencies' governmental functions.

I, Eduardo Garde, certify that I have read and understand this Certification, that the statements made in this Certification are complete and correct, and that I am authorized to execute this Certification on behalf of the BBVA Group Entities.

Eduardo Garde Morales
Global Anti-Money Laundering Director
Banco Bilbao Vizcaya Argentaria, S.A.

Updated on January 25, 2012



Received and Reviewed by:

Name: _____

Title: _____

For: _____

Date: _____

Attachment A

Branches, Subsidiaries and Affiliates of BBVA S.A. (as of 2012.01.25)

Country	Grupo BBVA Entity	Address				25% Direct/Indirect Owners Other Than BBVA, S.A.		Primary Banking Regulator (Note 1)
		Street	City	State/Province	Postal Code	Name	Address	
Germany	BBVA sucursal de Alemania	Neue Mainzer Strasse 28	Frankfurt am Main	Hessen	60311			BAFIN
Argentina	BBVA Banco Francés, S.A.	Reconquista 199	Buenos Aires	Argentina	1002			Banco Central de la República Argentina
Belgium	BBVA, S.A.	Avenue des Arts, 43	Brussels	Belgium	1040			Commission Bancaire Financière et des Assurances
Cayman Islands	BBVA, S.A. Grand Cayman Branch	P.O. Box 1115, Safehaven Corporate Center, Windward 3, 5th Floor	Georgetown	Grand Cayman				Cayman Island Monetary Authority
	Mercury Trust Limited	P.O. BOX 1109. HSBC House. 68 West Bay Road	Georgetown	Grand Cayman				Cayman Islands Monetary Authority
	BBVA-Bancomer, S.A. Grand Cayman Branch	P.O. BOX 1109. HSBC House. 68 West Bay Road	Georgetown	Grand Cayman				Cayman Islands Monetary Authority
Chile	BBVA-Chile	Pedro Valdivia, 100, Floor 17 Providencia	Santiago de Chile	Chile	751-0185			Superintendencia de Bancos e Instituciones Financieras de Chile
	AFP PROVIDA	Pedro de Valdivia Santiago	Santiago de Chile	Chile	751-0185			Superintendencia de Pensiones (AFP) de Chile
China	BBVA, S.A.	43/F Two International Finance Centre, 8 Finance Street, Central.	Hong Kong	China				Hong Kong Monetary Authority
Colombia	BBVA Colombia S.A.	Carrera 9a No.72-21, Piso 11	Bogota D.C	Colombia				Superintendencia Financiera de Colombia
	BBVA Fiduciaria S.A.	Carrera 7a. No.71-52. Torre B Piso 2°	Bogota D.C	Colombia				Superintendencia Financiera de Colombia
	BBVA Valores	Carrera 9 No.72-21 Piso 9	Bogota D.C	Colombia				Superintendencia Financiera de Colombia
	BBVA Horizonte Pensiones y Cesantías	Carrera 11 No.87-51 Piso 8	Bogota D.C	Colombia				Superintendencia Financiera de Colombia
	BBVA Seguros Colombia	Carrera 11 No.87-51 Piso 6	Bogota D.C	Colombia				Superintendencia Financiera de Colombia
	BBVA Seguros de Vida Colombia S.A.	Carrera 11 No.87-51 Piso 6	Bogota D.C	Colombia				Superintendencia Financiera de Colombia
France	BBVA, S.A.	29 Avenue de L'Opera	Paris	CEDEX 01	75001			Banque de France et Commission Bancaire
Italy	BBVA, S.A.	Via Cino del Duca, 8	Milan	Italy	20122			Banca D' Italia
Japan	BBVA, SA	2-2-2 Uchisaiwaicho, Chivoda-ku	Tokyo	Japan				Financial Services Agency
Mexico	BBVA Bancomer, S.A.	Avenida Universidad 1200, Colonia Xoco	Mexico, D.F.	Mexico	03339			Comisión Nacional Bancaria y de Valores, Secretaría de Hacienda y Crédito Público
	BBVA Bancomer Servicios, S.A.	Avenida Universidad 1200, Colonia Xoco	Mexico, D.F.	Mexico	03339			Comisión Nacional Bancaria y de Valores, Secretaría de Hacienda y Crédito Público
	Hipotecaria Nacional, SA de CV	Liverpool 88. Colonia Juárez.	Mexico, D.F.	Mexico	06600			Comisión Nacional Bancaria y de Valores, Secretaría de Hacienda y Crédito Público
Netherland Antilles	Banco Provincial Overseas, N.V.	Sta. Rosaweg 51-53, Willemstad	Curacao	Netherland Antilles	PO BOX 3512	Lince Netherlands B.V.	Bisonspoor 374, Maarsen-Netherlands	Central Bank of Netherland Antilles
	Banco Provincial S.A.- Curacao Branch	Sta. Rosaweg 51-53, Willemstad	Curacao	Netherland Antilles	PO BOX 3513	Lince Netherlands B.V.	Bisonspoor 374, Maarsen-Netherlands	Superintendencia de Bancos de Venezuela y Central Bank of Netherland Antilles
Panama	Banco Bilbao Vizcaya Argentaria (Panamá), S.A.	Av. Balboa esq. Calles 42 y 43	Panama 5	Republica de Panamá	8673			Superintendencia de Bancos de Panamá
Paraguay	BBVA Paraguay, S.A.	Avda. Mariscal López esquina Torreani Viera	Asunción	Paraguay	CC824			Banco Central de Paraguay
Perú	Banco Continental	Avenida Republica de Panamá, 3055-3065	San Isidro- Lima	Perú	27	Grupo Brescia	Avenida Javier Prado Este 770, Lima 27, Perú	Superintendencia de Bancos, Seguros y AFP y Comisión Nacional Supervisoras de Empresas y Valores
Portugal	Banco Bilbao Vizcaya Argentaria (Portugal), S.A.	Avda. Da Liberdade, 222	Lisboa	Portugal	1250-148			Banco de Portugal and Comision de Mercado de Valores Mobiliarios (CMVM)

Attachment A

Branches, Subsidiaries and Affiliates of BBVA S.A. (as of 2012.01.25)

Country	Grupo BBVA Entity	Address				25% Direct/Indirect Owners Other Than BBVA, S.A.		Primary Banking Regulator (Note 1)
		Street	City	State/Province	Postal Code	Name	Address	
South Korea	BBVA Seoul	5F Seoul Finance Center Sejong-Daero 136, Jung-Gu	Seoul	South Korea	100-768			Financial Services Commission(FSC), Financial Supervisory Service(FSS)
Spain	Banco Bilbao Vizcaya Argentaria, S.A.	Paseo de la Castellana, 81	Madrid	Spain	28046			Banco de España, Comisión Nacional del Mercado de Valores (CNMV) y Dirección General de Seguros
	Uno-e Bank, S.A.	Julián Camarillo, 4C	Madrid	Spain	28037			
	Banco Depositario	Paseo de la Castellana, 81	Madrid	Spain	28046			
	BBVA Dinero Express, S.A.	PS Recoletos, 10	Madrid	Spain	28001			
Singapore	BBVA, S.A.	UOB Plaza 1, 55-02 80 Raffles Place	Singapore	Singapore	048624			Monetary Authority of Singapore
Switzerland	BBVA Suiza	Zeltweg, 63	Zurich	Switzerland	8021			Federal Banking Commission
Taiwan	Banco Bilbao Vizcaya Argentaria SA	Room C 75F-1 N°7 Sec,5, Xinyi Rd, Xinyi Dist	Taipei	Taiwan	110			Financial Supervisory Commission
United Kingdom	BBVA, S.A.	108 Cannon Street	London	Great Britain	EC4N 6EU			Financial Services Authority
Uruguay	Banco Bilbao Vizcaya Argentaria Uruguay S.A.	25 de Mayo, 401, esquina Zabala	Montevideo	Uruguay	11000			Banco Central de Uruguay
Venezuela	Banco Provincial, S.A.-Banco Universal	Centro Financiero Provincial, Avenida Este 0	San Bernardino, Caracas	Venezuela	1011	Lince Netherlands B.V.	Bisonspoor 374, Maarsen-Netherlands	Superintendencia de Bancos de Venezuela
Ireland	BBVA Ireland Plc	Commerzbank House, 1 Guild Street. ground fl, IFSC	Dublin	Ireland				

Note 1 - The Bank of Spain subjects its financial institutions to consolidated supervision. Therefore, in addition to the primary banking authorities mentions above, the branches, subsidiaries and affiliates of BBVA, S.A. are also subject to supervision by the Bank of Spain (Banco de España)