

Hecho Relevante de FTPYME BANCAJA 3 FONDO DE TITULIZACIÓN DE ACTIVOS

En virtud de lo establecido en el apartado III.4.2.d del Capítulo III del Folleto Informativo de **FTPYME BANCAJA 3 Fondo de Titulización de Activos** (el “Fondo”) se comunica a la COMISIÓN NACIONAL DEL MERCADO DE VALORES el presente hecho relevante:

- La Agencia de Calificación **Standard & Poor’s Ratings Services** (“S&P”), con fecha 18 de enero de 2011, comunica que ha puesto bajo observación negativa la calificación asignada a las siguiente Serie de Bonos emitidos por **FTPYME BANCAJA 3 Fondo de Titulización de Activos**:

- **Serie A3(G):** **AAA (sf)**, observación negativa (anterior **AAA (sf)**)

Las calificaciones asignadas a las restantes Serie de Bonos permanecen sin cambios:

- **Serie B:** **AA- (sf)**
- **Serie C:** **BBB (sf)**
- **Serie D:** **B+ (sf)**

Se adjunta la comunicación emitida por S&P.

Madrid, 19 de enero de 2011.

Mario Masiá Vicente
Director General

EMEA Structured Finance CreditWatch Actions In Connection With Revised Counterparty Criteria

EMEA Surveillance Analytics:

Andrea Quirk, London (44) 20-7176-3736; andrea_quirk@standardandpoors.com

Credit Analyst - EMEA Structured Credit:

Amit Sohal, London (44) 20-7176-3845; amit_sohal@standardandpoors.com

Credit Analyst - EMEA RMBS:

Kathleen Gamper, London (44) 20-7176-3876; kathleen_gamper@standardandpoors.com

Credit Analyst - EMEA ABS:

Andrew M Bowyer, CFA, London (44) 20-7176-3761; andrew_bowyer@standardandpoors.com

Credit Analyst - EMEA CMBS:

Mathias Herzog, London (44) 20-7176-3858; mathias_herzog@standardandpoors.com

Table Of Contents

Related Criteria And Research

EMEA Structured Finance CreditWatch Actions In Connection With Revised Counterparty Criteria

On Dec. 6, 2010, we updated the criteria we use for assessing counterparty risk (see "Counterparty And Supporting Obligations Methodology And Assumptions"). Based on our analysis, under the updated criteria we have placed or kept on CreditWatch negative certain affected EMEA structured finance ratings.

The tables below provide the transaction names, series, and ratings for the affected EMEA transactions. For the related media release, see "Ratings On 1,981 EMEA Structured Finance Tranches Placed On CreditWatch Negative After Counterparty Criteria Update," published on Jan. 18, 2011.

Table 1 provides a summary of the affected EMEA transactions. Tables 2 to 5 provide the details of the affected tranches by asset class: ABS, CMBS, RMBS, and structured credit (including CDOs).

Table 1

Summary Of The Affected EMEA Transactions			
	Number of classes	Number of transactions	% of rated transactions affected within asset class
Asset-backed securities (ABS)	220	134	28%
Commercial mortgage-backed securities (CMBS)	297	123	68%
Residential mortgage-backed securities (RMBS)	987	414	62%
Structured credit (including CDOs)	477	293	15%

Table 2

EMEA: ABS: List of CreditWatch Negative Placements								
Issuer	Series	Class	Collateral Type/ Segment	CUSIP	ISINS	Rating to	Rating from	
Adriatico Finance SME S.r.l.	EUR162.95 mil asset-backed floating-rate notes	A	ABS Small Business Loan-Revolving	--	IT0004389042	AAA (sf)/Watch Neg	AAA (sf)	
Agri Securities S.r.l.	EUR1.15 bil asset-backed floating-rate notes series 2006-1	2006-1-A2	ABS Equipment	--	IT0004137417	AAA (sf)/Watch Neg	AAA (sf)	
Agri Securities S.r.l.	EUR1.014 bil asset-backed floating-rate notes and unrated notes series 2008	A	ABS Equipment	--	--	AAA (sf)/Watch Neg	AAA (sf)	
A-Leasing Finance S.r.l.	EUR318 mil asset-backed floating-rate notes series 2008-1	A	ABS Equipment	--	IT0004376395	AAA (sf)/Watch Neg	AAA (sf)	
Asset-Backed European Securitisation Transaction Four S.r.l.	EUR1.55 bil asset-backed floating-rate notes	A	ABS Auto Loans	--	IT0004562333	AAA (sf)/Watch Neg	AAA (sf)	
Asset-Backed European Securitisation Transaction Two S.r.l.	EUR1.25 bil asset-backed floating-rate notes	A	ABS Auto Loans	--	XS0232767631	AAA (sf)/Watch Neg	AAA (sf)	

EMEA Structured Finance CreditWatch Actions In Connection With Revised Counterparty Criteria

Table 2

EMEA: ABS: List of CreditWatch Negative Placements (cont.)								
Fondo de Titulizacion de Activos Santander Empresas 4	EUR3.586 bil floating-rate notes	A3	ABS Other	--	ES0337944021	AAA (sf)/Watch Neg	AAA (sf)	
Fondo de Titulizacion de Activos Santander Empresas 7	EUR2.22 bil asset-backed floating-rate notes	A	ABS Small Business Loan-Amortizing	--	ES0338123005	AAA (sf)/Watch Neg	AAA (sf)	
Fondo de Titulizacion de Activos, FTPYME Santander 2	EUR1.8 bil floating-rate notes	A	ABS Small Business Loan-Amortizing	--	ES0338048004	AAA (sf)/Watch Neg	AAA (sf)	
Fondo de Titulizacion de Activos, FTPYME Santander 2	EUR1.8 bil floating-rate notes	B(G)	ABS Small Business Loan-Amortizing	--	ES0338048012	AAA (sf)/Watch Neg	AAA (sf)	
Fondo de Titulizacion de Activos, PYMES Banesto 2	EUR1 bil floating-rate notes	A2	ABS Small Business Loan-Amortizing	--	ES0372260010	AAA (sf)/Watch Neg	AAA (sf)	
FTPYME Bancaja 3, Fondo de Titulizacion de Activos	EUR900 mil floating-rate notes	A3 (G)	ABS Small Business Loan-Amortizing	--	ES0304501028	AAA (sf)/Watch Neg	AAA (sf)	
FTPYME Bancaja 6, Fondo de Titulizacion de Activos	EUR1.028 bil floating-rate notes	A2	ABS Small Business Loan-Amortizing	--	ES0339735013	AAA (sf)/Watch Neg	AAA (sf)	
FTPYME Bancaja 6, Fondo de Titulizacion de Activos	EUR1.028 bil floating-rate notes	A3(G)	ABS Small Business Loan-Amortizing	--	ES0339735021	AAA (sf)/Watch Neg	AAA (sf)	
FTPYME TDA CAM 4, Fondo de Titulizacion de Activos	EUR1.529 bil floating-rate notes	A2	ABS Small Business Loan-Amortizing	--	ES0339759013	AAA (sf)/Watch Neg	AAA (sf)	
FTPYME TDA CAM 4, Fondo de Titulizacion de Activos	EUR1.529 bil floating-rate notes	A3(CA)	ABS Small Business Loan-Amortizing	--	ES0339759021	AAA (sf)/Watch Neg	AAA (sf)	
FTPYME TDA Sabadell 2, Fondo de Titulizacion de Activos	EUR500 mil floating-rate notes	1CA	ABS Small Business Loan-Revolving	--	ES0339844005	AAA (sf)/Watch Neg	AAA (sf)	
FTPYME TDA Sabadell 2, Fondo de Titulizacion de Activos	EUR500 mil floating-rate notes	1SA	ABS Small Business Loan-Revolving	--	ES0339844013	AAA (sf)/Watch Neg	AAA (sf)	
GAMMA Sociedade de Titularizacao de Creditos, S.A.	EUR411.189 mil asset-backed floating rate notes (of which €28.7 million subordinated notes)	A	ABS Consumer-Other	--	XS0527225196	AAA (sf)/Watch Neg	AAA (sf)/Watch Neg	
GC FTPYME PASTOR 2, Fondo de Titulizacion de Activos	EUR800 mil floating-rate notes	BG	ABS Small Business Loan-Amortizing	--	ES0341168013	AA (sf)/Watch Neg	AA (sf)	
GC FTPYME PASTOR 2, Fondo de Titulizacion de Activos	EUR800 mil floating-rate notes	BS	ABS Small Business Loan-Amortizing	--	ES0341168021	AA (sf)/Watch Neg	AA (sf)	
GC FTPYME PASTOR 2, Fondo de Titulizacion de Activos	EUR800 mil floating-rate notes	C	ABS Small Business Loan-Amortizing	--	ES0341168039	AAA (sf)/Watch Neg	AAA (sf)	
GC FTPYME PASTOR 4, Fondo de Titulizacion de Activos	EUR630 mil asset-backed floating-rate notes	A2	ABS Small Business Loan-Amortizing	--	ES0332233016	AAA (sf)/Watch Neg	AAA (sf)	
GC FTPYME PASTOR 4, Fondo de Titulizacion de Activos	EUR630 mil asset-backed floating-rate notes	A3(G)	ABS Small Business Loan-Amortizing	--	ES0332233024	AAA (sf)/Watch Neg	AAA (sf)	

EMEA Structured Finance CreditWatch Actions In Connection With Revised Counterparty Criteria

Table 5

EMEA: Structured Credit (Including CDOs): List of CreditWatch Negative Placements (cont.)							
XELO V PLC	EUR20 mil protected interest and contingent interest secured limited recourse credit-linked notes series 2006 KARA B-3	--	CDO Synthetic CDO-Other	--	XS0251667365	AAA (sf)/Watch Neg	AAA (sf)
XELO V PLC	EUR13.5 mil protected interest and contingent interest secured limited recourse credit-linked notes series 2006 KARA B-5	--	CDO Synthetic CDO-Other	--	XS0255002379	AAA (sf)/Watch Neg	AAA (sf)
XELO V PLC	US\$4 mil protected interest and contingent interest secured limited recourse credit-linked notes series 2006 KARA B-6	--	CDO Synthetic CDO-Other	--	XS0255001561	AAA (sf)/Watch Neg	AAA (sf)
XELO V PLC	EUR4.8 mil protected interest and contingent interest secured limited recourse credit-linked notes series 2006 KARA C-2	--	CDO Synthetic CDO-Other	--	XS0251666391	AAA (sf)/Watch Neg	AAA (sf)
XELO V PLC	£2.65 mil protected interest and contingent interest secured limited recourse credit-linked notes series 2006 KARA C-3	--	CDO Synthetic CDO-Other	--	XS0251664859	AAA (sf)/Watch Neg	AAA (sf)
ZOO ABS 4 PLC	EUR514.2 mil floating-rate notes	A-1R	CDO Cash Flow Mezzanine SF CDO	--	--	AAA (sf)/Watch Neg	AAA (sf)
ZOO ABS 4 PLC	EUR514.2 mil floating-rate notes	A-1A	CDO Cash Flow Mezzanine SF CDO	--	XS0298493072	AAA (sf)/Watch Neg	AAA (sf)
ZOO ABS 4 PLC	EUR514.2 mil floating-rate notes	A-1B	CDO Cash Flow Mezzanine SF CDO	--	XS0298495523	AAA (sf)/Watch Neg	AAA (sf)
ZOO ABS 4 PLC	EUR514.2 mil floating-rate notes	A-2	CDO Cash Flow Mezzanine SF CDO	--	XS0298496505	AAA (sf)/Watch Neg	AAA (sf)
ZOO ABS 4 PLC	EUR514.2 mil floating-rate notes	B	CDO Cash Flow Mezzanine SF CDO	--	XS0298496927	AA (sf)/Watch Neg	AA (sf)
ZOO ABS II B.V.	EUR255.5 mil senior delayed drawdown and deferrable-interest secured floating-rate notes	X	CDO Cash Flow Mezzanine SF CDO	989763AA5	US989763AA58	AAA (sf)/Watch Neg	AAA (sf)

Related Criteria And Research

- Ratings On 1,981 EMEA Structured Finance Tranches Placed On CreditWatch Negative After Counterparty Criteria Update, Jan. 18, 2011
- Counterparty And Supporting Obligations Update, Jan. 13, 2011

EMEA Structured Finance CreditWatch Actions In Connection With Revised Counterparty Criteria

- Advance Notice Of Proposed Criteria Change: Covered Bonds Methodology And Assumptions For Counterparty Risk, Jan. 13, 2011
- Standard & Poor's Updates Counterparty And Supporting Obligations Criteria, Reviews Application To Covered Bonds, Jan. 13, 2011
- CreditWatch Placements Likely Following Application Of New Counterparty Criteria To European Structured Finance, Dec. 23, 2010
- Credit FAQ: Standard & Poor's Explains Process For Applying Updated Counterparty Criteria, Dec. 14, 2010
- Counterparty And Supporting Obligations Methodology And Assumptions, Dec. 6, 2010
- Recent Global Financial Disruption Reinforces Counterparty Risk As A Key Securitization Exposure, Nov. 4, 2010

Related articles are available on RatingsDirect. Criteria, presales, servicer evaluations, and ratings information can also be found on Standard & Poor's Web site at www.standardandpoors.com. Alternatively, call one of the following Standard & Poor's numbers: Client Support Europe (44) 20-7176-7176; London Press Office (44) 20-7176-3605; Paris (33) 1-4420-6708; Frankfurt (49) 69-33-999-225; Stockholm (46) 8-440-5914; or Moscow (7) 495-783-4011.

Copyright © 2011 by Standard & Poors Financial Services LLC (S&P), a subsidiary of The McGraw-Hill Companies, Inc. All rights reserved.

No content (including ratings, credit-related analyses and data, model, software or other application or output therefrom) or any part thereof (Content) may be modified, reverse engineered, reproduced or distributed in any form by any means, or stored in a database or retrieval system, without the prior written permission of S&P. The Content shall not be used for any unlawful or unauthorized purposes. S&P, its affiliates, and any third-party providers, as well as their directors, officers, shareholders, employees or agents (collectively S&P Parties) do not guarantee the accuracy, completeness, timeliness or availability of the Content. S&P Parties are not responsible for any errors or omissions, regardless of the cause, for the results obtained from the use of the Content, or for the security or maintenance of any data input by the user. The Content is provided on an "as is" basis. S&P PARTIES DISCLAIM ANY AND ALL EXPRESS OR IMPLIED WARRANTIES, INCLUDING, BUT NOT LIMITED TO, ANY WARRANTIES OF MERCHANTABILITY OR FITNESS FOR A PARTICULAR PURPOSE OR USE, FREEDOM FROM BUGS, SOFTWARE ERRORS OR DEFECTS, THAT THE CONTENT'S FUNCTIONING WILL BE UNINTERRUPTED OR THAT THE CONTENT WILL OPERATE WITH ANY SOFTWARE OR HARDWARE CONFIGURATION. In no event shall S&P Parties be liable to any party for any direct, indirect, incidental, exemplary, compensatory, punitive, special or consequential damages, costs, expenses, legal fees, or losses (including, without limitation, lost income or lost profits and opportunity costs) in connection with any use of the Content even if advised of the possibility of such damages.

Credit-related analyses, including ratings, and statements in the Content are statements of opinion as of the date they are expressed and not statements of fact or recommendations to purchase, hold, or sell any securities or to make any investment decisions. S&P assumes no obligation to update the Content following publication in any form or format. The Content should not be relied on and is not a substitute for the skill, judgment and experience of the user, its management, employees, advisors and/or clients when making investment and other business decisions. S&P's opinions and analyses do not address the suitability of any security. S&P does not act as a fiduciary or an investment advisor. While S&P has obtained information from sources it believes to be reliable, S&P does not perform an audit and undertakes no duty of due diligence or independent verification of any information it receives.

S&P keeps certain activities of its business units separate from each other in order to preserve the independence and objectivity of their respective activities. As a result, certain business units of S&P may have information that is not available to other S&P business units. S&P has established policies and procedures to maintain the confidentiality of certain non-public information received in connection with each analytical process.

S&P may receive compensation for its ratings and certain credit-related analyses, normally from issuers or underwriters of securities or from obligors. S&P reserves the right to disseminate its opinions and analyses. S&P's public ratings and analyses are made available on its Web sites, www.standardandpoors.com (free of charge), and www.ratingsdirect.com and www.globalcreditportal.com (subscription), and may be distributed through other means, including via S&P publications and third-party redistributors. Additional information about our ratings fees is available at www.standardandpoors.com/usratingsfees.