

03-20-2002



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Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings

REC

J.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

CASHTAX INC. 3-20-02

- Individual(s) Association General Partnership Limited Partnership Corporation-State Delaware Other

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other Certificate of Conversion

Execution Date: November 9, 2000

2. Name and address of receiving party(ies)

Name: CASHTAX, LP

Internal Address:

Street Address: 98 Inverness Drive, 3rd Floor

Englewood CO 80112 City: State: Zip:

- Individual(s) citizenship Association General Partnership Limited Partnership Delaware Corporation-State Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 2228198,

2159918, 2269650

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Elisabeth A. Langworthy, Esq.

Internal Address: Sutherland, Asbill & Brennan LLP

Street Address: 1275 Pennsylvania Ave., NW

Washington DC 20004-2415 City: State: Zip:

6. Total number of applications and registrations involved:

3

7. Total fee (37 CFR 3.41).....\$ 90.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

19-5029

DO NOT USE THIS SPACE

9. Signature.

Elisabeth A. Langworthy

Signature

March 20, 2002

Date

Name of Person Signing

Signature

5

Total number of pages including cover sheet, attachments, and document:

03/21/2002 DBYRNE 00000009 2228198

01 FC:481 02 FC:482

40.00 DP 50.00 DP Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

TRADEMARK REEL: 002464 FRAME: 0646



State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "CASHTAX INC." TO A DELAWARE LIMITED PARTNERSHIP, CHANGING ITS NAME FROM "CASHTAX INC." TO "CASHTAX, LP", FILED IN THIS OFFICE ON THE NINTH DAY OF NOVEMBER, A.D. 2000, AT 9 O'CLOCK A.M.



Edward J. Freel, Secretary of State

2497919 8100V

AUTHENTICATION: 0784670

001565160

DATE: 11-09-00

TRADEMARK
REEL: 002464 FRAME: 0647



STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 11/09/2000
001565160 - 2497919

**STATE OF DELAWARE
CERTIFICATE OF CONVERSION
FROM A CORPORATION TO
A LIMITED PARTNERSHIP
PURSUANT TO SECTION
266 OF THE DELAWARE GENERAL
CORPORATION LAW.**


1.) The name of the corporation immediately prior to filing this Certificate is
CashTax Inc.

2.) The date the Certificate of Incorporation was filed on is
April 11, 1995

3.) The original name of the corporation as set forth in the Certificate of
Incorporation is CashTax Inc.

4.) The name of the limited partnership as set forth in the formation is
CashTax, LP

5.) The conversion has been approved in accordance with the provisions of
Section 266.

By: 
Authorized Officer
Name: Joseph C. Mullin
Print or Type Signature

State of Delaware
Office of the Secretary of State

PAGE 2

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF LIMITED PARTNERSHIP OF "CASHTAX, LP" FILED IN THIS OFFICE ON THE NINTH DAY OF NOVEMBER, A.D. 2000, AT 9 O'CLOCK A.M.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

2497919 8100V

AUTHENTICATION: 0784670

001565160

DATE: 11-09-00

TRADEMARK
REEL: 002464 FRAME: 0649

STATE of DELAWARE
CERTIFICATE of LIMITED PARTNERSHIP

• The Undersigned, desiring to form a limited partnership pursuant to the Delaware Revised Uniform Limited Partnership Act, 6 Delaware Code, Chapter 17, do hereby certify as follows:

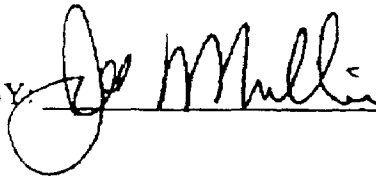
• First: The name of the limited partnership is CashTax, LP

• Second: The name and address of the Registered Agent is Corporation Service Company
2711 Centerville Road Suite 400 Wilmington DE 19808

• Third: The name and mailing address of each general partner is as follows:
CashTax, LLC 11718 Nicholas Street Omaha, Nebraska 68154

• In Witness Whereof, the undersigned has executed this Certificate of Limited Partnership of CashTax, LP as of
November 9, 2000

CASHTAX, LLC (General Partner)

BY:  _____

NAME: Joseph C. Mullin
(Type or Print)
Authorized Person