

03-06-2003

Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings

3-4-03 RECOF TR



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DEPARTMENT OF COMMERCE J.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):

The Money Store, Inc.

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

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

2. Name and address of receiving party(ies)

Name: The Money Store, L.P.

Internal Address:

Street Address: 1114 Lost Creek Blvd., #310

City: Austin State: TX Zip: 78746

- Individual(s) citizenship Association General Partnership Limited Partnership (Texas) 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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other conversion of entity

Execution Date: 03/30/2001

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 1335898

Mark: THE MONEY BOX

Additional number(s) attached Yes No

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

Name: Steven E. Hein

Internal Address: McKeeman & Tuttle

Street Address: 3500 Jefferson St., #200

City: Austin State: TX Zip: 78731

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41) \$ 40.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

D. Nick Dunn Name of Person Signing

Signature

2/22/03 Date

Total number of pages including cover sheet, attachments, and document: 8

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

03/05/2003 6TON11 00000110 1335898

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TRADEMARK REEL: 002684 FRAME: 0254

FILED
In the Office of the
Secretary of State of Texas

APR 05 2001

Corporations Section

**ARTICLES OF CONVERSION
OF
THE MONEY STORE, INC., A TEXAS CORPORATION
INTO
THE MONEY STORE, L.P., A TEXAS LIMITED PARTNERSHIP**

Pursuant to Articles 5.17, 5.18, 5.19 and 5.20 of the Texas Business Corporation Act (TBCA) and the provisions of applicable law, the undersigned adopt the following Articles of Conversion for the purpose of converting **The Money Store, Inc.**, a Texas corporation, ("the **Converting Entity**"), with and into **The Money Store, L.P.**, a Texas limited partnership ("the **Converted Entity**").

Article 1

The name, state of formation and organizational form of the **Converting Entity** is: **The Money Store, Inc.**, formed in Texas as a Texas general business corporation. The name, state of organization and organizational form of the **Converted Entity** is: **The Money Store, L.P.**, formed in Texas as a Texas limited partnership.

Article 2

A **Plan and Agreement of Conversion** has been duly approved, and such approval was duly authorized by all actions of the directors and shareholders of the **Converting Entity** and of the partners of the **Converted Entity** as required by the laws of the State of Texas and the constituent documents of each such entity.

Article 3

An executed counterpart of the **Plan and Agreement of Conversion** is on file at the principal place of business of the **Converting Entity**, which is 1114 Lost Creek Blvd., Suite 310, Austin, Texas 78746, and an executed counterpart of the **Plan and Agreement of Conversion** will be on file from and after the conversion at the principal place of business of the **Converted Entity**, which is 1114 Lost Creek Blvd., Suite 310, Austin, Texas 78746.

Article 4

A copy of the **Plan and Agreement of Conversion** will be furnished by the **Converting Entity** (prior to conversion) or by the **Converted Entity** (after the conversion), on written request, without cost, to any shareholder or director of the **Converting Entity** or any partner of the **Converted Entity**.

Article 5

The **Converting Entity** has 13,400 shares of common stock outstanding. The **Plan and Agreement of Conversion** was unanimously approved by the holders of all of such outstanding

an\corp\art of conversion-the money store.wpd

shares.

Article 6

The Converted Entity will be liable for the payment of all fees and franchise taxes of the Converting Entity required by law.

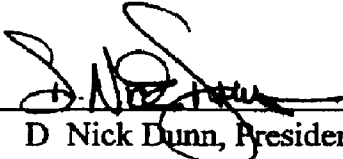
Article 7

Two copies of the Certificate of Limited Partnership of the Converted Entity are attached to these Articles of Conversion.

Dated March 30, 2001

Converting Entity:

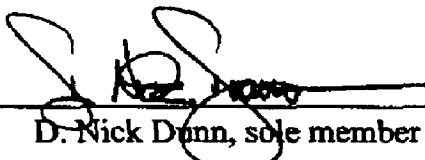
The Money Store, Inc.

By: 
D Nick Dunn, President

Converted Entity:

The Money Store, L.P.

By: DND Management, LLC
Authorized general partner

By: 
D. Nick Dunn, sole member

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
THE MONEY STORE, L.P.**

- 1 The name of the limited partnership is **The Money Store, L.P.**
- 2 The mailing address of the registered office in the state of Texas is 1114 Lost Creek Blvd., Suite 310, Austin, Texas 78746, and the name of the registered agent at such address is D. Nick Dunn.
- 3 The location of the principal office in the United States where records are kept is 1114 Lost Creek Blvd , Suite 310, Austin, Texas 78746.
- 4 The names, mailing address and street address of the general partners are as follows:

DND Management, LLC
1114 Lost Creek Blvd , Suite 310
Austin, Texas 78746

SAD Management, LLC
1114 Lost Creek Blvd., Suite 310
Austin, Texas 78746

J. M. DUNN MANAGEMENT, L.L.C.
~~DND Management, LLC~~
1114 Lost Creek Blvd., Suite 310
Austin, Texas 78746

- 5 The Money Store, L.P., the converted entity, is being formed pursuant to the plan of conversion.

Information regarding the converting entity is as follows:

Name: The Money Store, Inc.
Address: 1114 Lost Creek Blvd., Suite 310, Austin, Texas 78746
Entity Type: Texas general business corporation
Date of Formation: January 21, 1982

Dated: March 30, 2001

General Partners:

DND Management, LLC,
a Texas limited liability company

By: 
D. Nick Dunn, sole member

SAD Management, LLC,
a Texas limited liability company

By: Sharon A. Dunn
Sharon A. Dunn, sole member

J. M. Dunn Management, LLC,
a Texas limited liability company

By: James Mark Dunn
James Mark Dunn, sole member



TEXAS COMPTROLLER OF PUBLIC ACCOUNTS
CAROLE KEETON RYLANDER • COMPTROLLER • AUSTIN, TEXAS 78774

March 30, 2001

CERTIFICATE OF ACCOUNT STATUS

THE STATE OF TEXAS
COUNTY OF TRAVIS

I, Carole Keeton Rylander, Comptroller of Public Accounts of the State of Texas DO HEREBY CERTIFY that according to the records of this office

THE MONEY STORE INC

is, as of this date, in good standing with this office having no franchise tax reports or payments due at this time. This certificate is valid through the date that the next franchise tax report will be due May 15, 2001.

This certificate is valid for the purpose of conversion when the converted entity is subject to franchise tax as required by law. This certificate is not valid for the purpose of dissolution, merger or withdrawal.

GIVEN UNDER MY HAND AND
SEAL OF OFFICE in the City of
Austin, this 30th day of
March, 2001 A.D.

A handwritten signature in cursive script that reads "Carole Keeton Rylander".

CAROLE KEETON RYLANDER
Comptroller of Public Accounts

Taxpayer number: 17422197024
File number: 0059346100

Form 05-304 (Rev 5-99/4)



Office of the Secretary of State

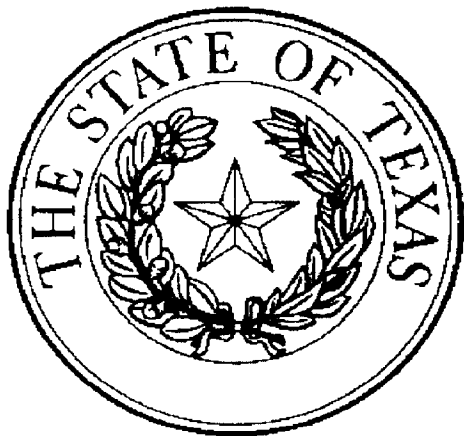
The undersigned, as Secretary of State of Texas, does hereby certify that the attached is a true and correct copy of each document on file in this office as described below:

THE MONEY STORE, L.P.
Filing Number: 14890710

Articles Of Conversion

April 05, 2001

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on January 15, 2003.



A handwritten signature in cursive script that reads "Gwyn Shea".

Gwyn Shea
Secretary of State

Come visit us on the internet at <http://www.sos.state.tx.us/>

PHONE(512) 463-5555
Prepared by: Delores Eitt

FAX(512) 463-5709

TTY7-1-1

RECORDED: 03/04/2003

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