

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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|------------------------------------|--|-----------------------|----------------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | Articles of Entity Conversion | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Commonwealth Equity Services, Inc. | | 12/21/2004 | CORPORATION: MASSACHUSETTS |
| RECEIVING PARTY DATA | | | |
| Name: | Commonwealth Equity Services, LLP | | |
| Street Address: | 29 Sawyer Road | | |
| City: | Waltham | | |
| State/Country: | MASSACHUSETTS | | |
| Postal Code: | 02453 | | |
| Entity Type: | Limited Liability Partnership: MASSACHUSETTS | | |
| PROPERTY NUMBERS Total: 1 | | | |
| Property Type | Number | Word Mark | |
| Serial Number: | 78458411 | CLIENT360 | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | (978)582-9022 | | |
| | <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i> | | |
| Phone: | (978) 582-5550 | | |
| Email: | loufranco@comcast.net | | |
| Correspondent Name: | Louis J. Franco | | |
| Address Line 1: | 250 Arbor Street | | |
| Address Line 4: | Lunenburg, MASSACHUSETTS 01462 | | |
| ATTORNEY DOCKET NUMBER: | 2004-501 | | |
| NAME OF SUBMITTER: | Louis J. Franco | | |
| Signature: | /Louis J. Franco/ | | |

OP \$40.00 78458411

Date:

02/15/2006

Total Attachments: 3

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042675571

ARTICLES OF ENTITY CONVERSION

The undersigned corporation, pursuant to Section 9.53 of Massachusetts General Laws Chapter 156D, hereby executes the following Articles of Entity Conversion and sets forth:

FIRST: The name of the corporation immediately before the filing of these articles of conversion is Commonwealth Equity Services, Inc., and the name to which the name of the corporation is to be changed is Commonwealth Equity Services, LLP. The registered office of the corporation is 29 Sawyer Road, Waltham, MA 02453.

SECOND: The surviving entity, Commonwealth Equity Services, LLP, shall be a limited liability partnership under Massachusetts General Laws Chapter 108A.

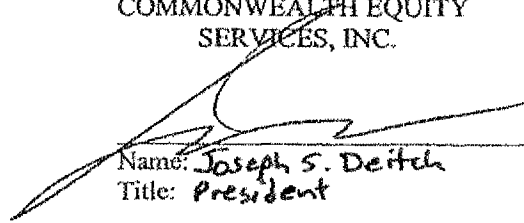
THIRD: The plan of entity conversion was duly approved by the shareholders of the corporation in the manner required by Massachusetts General Laws Chapter 156D and the corporation's articles of organization.

FOURTH: The provisions of the registration of the surviving entity, Commonwealth Equity Services, LLP, shall contain the following provisions:

1. The federal employer identification number of the partnership is 04-2675571.
2. The name of the partnership is Commonwealth Equity Services, LLP
3. The street address of the partnership is 29 Sawyer Road, Waltham, Massachusetts 02453.
4. The partnership is engaged in the business of securities brokerage and investment placement pursuant to the laws of the United States government and the rules and regulations of the National Association of Securities Dealers, and any and all acts pursuant thereto, including but not limited to holding any form of property in any capacity.
5. See Attached

IN WITNESS WHEREOF, the undersigned declares that the facts herein are true as of this 21st day of December, 2004.

COMMONWEALTH EQUITY SERVICES, INC.


Name: Joseph S. Deitch
Title: President


6/11/79

REGISTERED LIMITED LIABILITY PARTNERSHIP REGISTRATION
of
COMMONWEALTH EQUITY SERVICES, LLP

THE UNDERSIGNED, in order to register a limited liability partnership under and pursuant to the provisions of Massachusetts General Laws Chapter 108A, Section 45, does hereby certify as follows:

- FIRST: The federal employer identification number of the partnership is 04-2675571.
- SECOND: The name of the partnership is Commonwealth Equity Services, LLP.
- THIRD: The street address of the principal office of the partnership in The Commonwealth is 29 Sawyer Road, Waltham, Massachusetts 02453.
- FOURTH: The partnership is engaged in the business of securities and investment placement pursuant to the laws of the United States government and the rules and regulations of the National Association of Securities Dealers, and any and all acts pursuant thereto, including but not limited to holding any form of property in any capacity.
- FIFTH: Each of Joseph S. Deitch and Peter T. Wheeler is authorized to execute, acknowledge and deliver and record any recordable instrument purporting to affect any interest in real property with respect to the partnership with a registry of deeds or a district office of the land court.

THE UNDERSIGNED, hereby declaring and certifying that the facts stated in this Registered Limited Liability Partnership Registration are true, hereunto sets his hand and seal this 21st day of December, 2004.


Name: Joseph S. Deitch
Title: Manager

7127

COMMONWEALTH OF MASSACHUSETTS

William Francis Galvin
Secretary of the Commonwealth
One Ashburton Place, Boston, Massachusetts 02108-1512

Articles of Entity Conversion
(General Laws, Chapter 156D, Section 9.53)

I hereby certify that upon examination of these Articles of Conversion, duly submitted to me, it appears that the provisions of the General Laws relative to thereto have been complied with, and I hereby approve said articles; and the filing fee in the amount of \$1000 having been paid, said articles are deemed to have been filed with me this

913109

27 day of December 2004 at 12:50 a.m. 12:50 p.m.
time

Effective date: _____
(must be within 90 days of date submitted)



Examiner



WILLIAM FRANCIS GALVIN
Secretary of the Commonwealth

Name approval

C

M

TO BE FILLED IN BY CORPORATION
Contact Information:

Telephone: _____

Email: _____

A copy of this filing will be available on-line at www.sec.state.ma.us/cor once the document is filed.

SECRETARY OF STATE
RECEIVED
DEC 22 11:12:52
CORPORATION DIVISION