

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	C		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
El Paso CGP Company		12/20/2005	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	El Paso CGP Company, L.L.C.		
Street Address:	1001 Louisiana		
City:	Houston		
State/Country:	TEXAS		
Postal Code:	77002		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2017571	C	
CORRESPONDENCE DATA			
Fax Number:	(713)445-8097		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	7134205965		
Email:	jay.gallia@elpaso.com		
Correspondent Name:	El Paso Corporation c/o Jay Gallia		
Address Line 1:	1001 Louisiana		
Address Line 4:	Houston, TEXAS 77002		
ATTORNEY DOCKET NUMBER:	T-2001-US-3		
NAME OF SUBMITTER:	Laura J. Althaus		
Signature:	/Laura J. Althaus/		
Date:	03/30/2006		

CH \$40.00 2017571

Total Attachments: 2

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Delaware

PAGE 1

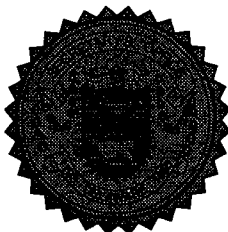
The First State

I, HARRIET SMITH WINDSOR, 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 "EL PASO CGP COMPANY" TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "EL PASO CGP COMPANY" TO "EL PASO CGP COMPANY, L.L.C.", FILED IN THIS OFFICE ON THE TWENTY-SEVENTH DAY OF DECEMBER, A.D. 2005, AT 5:03 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

0784884 8100V

051063468



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4405828

DATE: 12-27-05

TRADEMARK
REEL: 003279 FRAME: 0810

**CERTIFICATE OF CONVERSION
FROM A CORPORATION TO A
LIMITED LIABILITY COMPANY
PURSUANT TO SECTION 266
OF THE
DELAWARE GENERAL CORPORATION LAW
AND SECTION 18-214 OF THE
DELAWARE LIMITED LIABILITY COMPANY ACT**

This Certificate of Conversion of El Paso CGP Company (the "Corporation") dated as of December 20, 2005, is being duly executed and filed by an authorized officer of the Corporation to convert the Corporation to a Delaware limited liability company in accordance with Section 266 of the Delaware General Corporation Law (the "DGCL") and Section 18-214 of the Delaware Limited Liability Company Act (the "DLLCA").

1. The name of the Corporation immediately prior to filing this Certificate of Conversion was:

El Paso CGP Company

2. The name of the Corporation set forth in its original Certificate of Incorporation was:

Coastal States Gas Corporation

3. The jurisdiction where the Corporation was first created is:

Delaware

4. The date on which the Corporation was first created (and the date on which the original Certificate of Incorporation of the Corporation was filed) was:

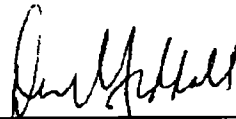
September 7, 1972

5. The name of the limited liability company as set forth in its Certificate of Formation is:

El Paso CGP Company, L.L.C.

6. This conversion has been approved in accordance with the provisions of Section 266 of the DGCL and Section 18-214 of the DLLCA.

IN WITNESS WHEREOF, this Certificate of Conversion has been executed by an authorized officer of the Corporation on the 20th day of December 2005.



David L. Siddall
Vice President