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TRADEMARK ASSIGNMENT

Electronic Version v1.1 Stylesheet Version v1.1

 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: 4

Property Type	Number	Word Mark
Serial Number:	78502665	
Serial Number:	78502681	COMMONWEALTH FINANCIAL NETWORK ANYTHING BUT COMMON
Serial Number:	78502731	COMMONWEALTH
Serial Number:	78502745	COMMONWEALTH

CORRESPONDENCE DATA

Fax Number: (978)582-9022

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

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: 2004-1001>1004

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900046124 REEL: 003284 FRAME: 0405

NAME OF SUBMITTER:	Louis J. Franco
Signature:	/Louis J. Franco/
Date:	04/07/2006

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:

- 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.
- 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.

See Attached

IN WITNESS WHEREOF, the undersigned declares that the facts herein are true as of this 2, day of December, 2004.

> COMMONWEALTH EQUITY SERVÆES, INC.

Name: Joseph 5. Deitch

Title: President

3764128v2

TRADEMARK REEL: 003284 FRAME: 0407

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.

THRD:

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 41th day of December, 2004.

Name: Joseph S. Deitch

Title: Manager

TRADEMARK REEL: 003284 FRAME: 0408

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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 913109 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 4000 having been paid, said articles are deemed to have been filed with me this Effective date: (must be within 90 days of date submitted) WILLIAM FRANCIS GALVIN Secretary of the Commanwealth Name approval TO BE FILLED IN BY CORPORATION Contact Information: Telephone: A copy of this filing will be available on-line at www.sec.state.ma.ws/oot once

the document is filed.

C

M

RECORDED: 04/07/2006

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REEL: 003284 FRAME: 0409