

Form PTO-1594 (Rev. 03/05)  
OMB No. 0651-0027 (exp. 6/30/2005)

06-07-2006

DEPARTMENT OF COMMERCE  
Patent and Trademark Office

**RECORDATION  
TRAD**



To the Director of the U.S. Patent and Trademark Office.

103252884

new address(es) below.

6/20/06

1. Name of conveying party(ies):  
Brandywine Asset Management, LLC

Individual(s)                       Association  
 General Partnership               Limited Partnership  
 Corporation-State: Delaware  
 Other \_\_\_\_\_  
Citizenship (see guidelines) \_\_\_\_\_  
Additional name(s) of conveying party(ies) attached?  Yes  No

2. Name and address of receiving party(ies):

Additional names, addresses, or citizenship attached?  Yes  No  
Name: Brandywine Global Investment Management, LLC  
Internal Address: \_\_\_\_\_  
Street Address: 2929 Arch Street, Suite 800  
City: Philadelphia  
State: Pennsylvania  
Country: US                                      Zip: 19104  
 Association                      Citizenship \_\_\_\_\_  
 General Partnership              Citizenship \_\_\_\_\_  
 Limited Partnership              Citizenship \_\_\_\_\_  
 Corporation                      State of Delaware  
 Other                      Citizenship \_\_\_\_\_

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)

3. Nature of conveyance/Execution Date(s):

Execution Date(s) April 25, 2006 and May 1, 2006  
 Assignment                       Merger  
 Security Agreement               Change of Name  
 Other Certificate of Amendment to Certificate of Formation; Consent to Name Change for Brandywine Asset Management, LLC; and Receipt for Name Change from Secretary of State, State of Delaware

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s):  
78/671,591 (Attorney Docket 182973-0002)

B. Trademark Registration No.(s):

Additional numbers attached?  Yes  No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown)

Service Mark: BRANDYWINE GLOBAL INVESTMENT MANAGEMENT in Class 36 filed 07/15/2005

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

Name: Kevin R. Casey  
Internal Address: Stradley Ronon Stevens & Young, LLP  
Street Address: Great Valley Corporate Center,  
30 Valley Stream Parkway  
City: Malvern  
State: PA                                      Zip: 19355-1481  
Phone Number: (610) 640-5813  
Fax Number: (610) 640-1965  
Email Address: kcasey@stradley.com

6. Total number of applications and registrations involved: one (1)

7. Total fee (37 CFR 2.6(b)(6) & 3.41): \$40.00  
 Authorized to be charged by credit card  
 Authorized to be charged to deposit account  
 Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers 1023  
Expiration Date 01/07  
b. Deposit Account Number 502951  
Authorized User Name Linda M. Keller

9. Signature: \_\_\_\_\_

*Kevin R. Casey*  
Signature

6/2/06  
Date

Kevin R. Casey  
Name of Person Signing

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

5

Documents to be recorded (including cover sheet) should be faxed to (703) 306-5995, or mailed to:  
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

06/07/2006 DBYRNE 00000163 78671591  
01 FC:8521 40.00 DP

PAGE 2/6 \* RCVD AT 6/2/2006 3:24:56 PM [Eastern Daylight Time] \* SVR:USPTO-EFXXRF-1/1 \* DNIS:2733250 \* CSID:6106401965 \* DURATION (mm-ss):02:42

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**CERTIFICATE OF AMENDMENT TO CERTIFICATE OF FORMATION  
OF  
BRANDYWINE ASSET MANAGEMENT, LLC**

Brandywine Asset Management, LLC (hereinafter called "Company"), a limited liability company organized and existing under and by virtue of the Limited Liability Company Act of Delaware, does hereby certify:

**FIRST:** The name of the limited liability company is Brandywine Asset Management, LLC.

**SECOND:** The Certificate of Formation, originally filed October 12, 2001, as amended July 3, 2003, be further amended, effective May 1, 2006, by striking out Article First thereof and by substituting in lieu of said Article the following new Article:

*"FIRST: The name of the limited liability company is Brandywine Global Investment Management, LLC."*

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Amendment to Certificate Formation as of April 25, 2006.

  
Peter L. Bain  
Manager

Brandywine/Amended Certificate of Formation

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 09:19 AM 04/28/2006  
FILED 09:18 AM 05/01/2006  
SRV 060393845 - 2061943 FILE

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**Brandywine GLOBAL**

Brandywine Global Investment Management, LLC  
 2929 Arch Street, 8th Floor / Philadelphia, PA 19104  
 800 348 4499 / 215 609 3900 / brandywineglobal.com

May 1, 2006

Division of Corporations  
 John G. Townsend Building  
 401 Federal Street, Suite 4  
 Dover, DE 19901


Re: Consent to Name Change for Brandywine Asset Management, LLC, File #2091943

Dear Sir/Madam:

I am an authorized signatory of the Brandywine Global Investment Management Trust, a Delaware Statutory Trust established by Brandywine Asset Management, LLC. The Certificate of Trust was filed with the State of Delaware on March 14, 2006 pursuant to Section 3810 of the Delaware Statutory Trust Act.

Brandywine Global Investment Management Trust, the undersigned business entity, hereby consents to the use of a similar name by the newly named Brandywine Global Investment Management, LLC, located at 2929 Arch Street, Suite 800, Philadelphia, PA 19104, currently known as Brandywine Asset Management, LLC, which was located at 201 N. Walnut Street, Suite 1200, 3 Christa Centre, Wilmington, DE, 19801.

I, as aforementioned, being duly authorized to sign on behalf of the consenting business entity, hereby execute this order, and grant this consent, as of May 1, 2006.

  
 Larry J. Kneeman  
 Chief Administrative Officer

Philadelphia - Chicago - San Francisco - Houston

Fax sent by :

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State of Delaware

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
P.O. BOX 888  
DOVER, DELAWARE 19903

060395846

9298118  
LEGG NELSON REALTY CAPITAL, INC.  
100 LIGHT STREET  
BALTIMORE MD 21202

05-02-2006

ATTN: ERIN CLARK (X)

DESCRIPTION	AMOUNT
BRANDYWINE GLOBAL INVESTMENT MANAGEMENT, LLC 2092943 0240 Amendment; Domestic	
Amendment Fee	80.00
Court Municipality Fee, Dover	20.00
Expedite Fee, 24 HOUR	50.00
<b>FILING TOTAL</b>	<b>150.00</b>
<b>TOTAL PAYMENTS</b>	<b>150.00</b>
<b>SERVICE REQUEST BALANCE</b>	<b>.00</b>