

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

Our Ref.: DJB-2006-11

Mail Stop Assignment Recordation Services

Commissioner for Patents
P.O. Box 1450
Alexandria, VA 22313-1450

To the Commissioner for Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
Commonwealth Equity Services, Inc.

- Individual(s)
- General partnership
- Corporation-State: Massachusetts
- Other: _____
- Association
- Limited Partnership

3. Nature of conveyance:

- Assignment
- Security Assignment
- Other: Articles of Entity Conversion
- Merger
- Change of Name

Execution Date: December 21, 2004

2. Name and address of receiving party(ies):
Name: Commonwealth Equity Services, LLP
Internal Address: _____
Street Address: 29 Sawyer Road

City: Waltham
State/Country: Massachusetts
Zip: 02453

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

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

If this document is being filed together with a new application, the execution date of the application is: _____

A. Trademark Application No.(s)
(1) 75/505,288
(2) _____
(3) _____

B. Trademark Registration No.(s)
(1) 2,504,924
(2) _____
(3) _____

Additional numbers attached? Yes No

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

Name: Donna J. Bunton
Internal Address: _____

Street Address: Nixon & Vanderhve P.C.
901 North Glebe Road
11th Floor

City Arlington State: VA Zip: 22203

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41)(8521; \$40) (8522; \$25)\$ 40.00
 Enclosed
 Authorized to be charged to deposit account #14-1140

8. The Commissioner is hereby authorized to charge any deficiency, or credit any overpayment, in the fee(s) filed, or asserted to be filed, or which should have been filed herewith (or with any paper thereafter filed in this application by this firm) to our **Account No. 14-1140**.

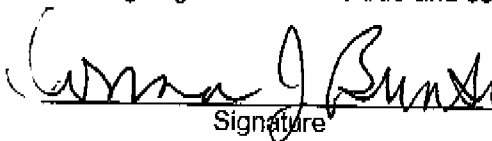
DO NOT USE THIS SPACE

9. Statements and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Donna J. Bunton

Name of Person Signing



Signature

October 30, 2007

Date

Total number of pages including cover sheet, attachments and document: 4

DJB:ew

CCH \$40.00 141140 76505288

ARTICLES OF ENTITY CONVERSION

042675571

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

1127

REGISTERED LIMITED LIABILITY PARTNERSHIP REGISTRATION
COMMONWEALTH OF MASSACHUSETTS
COMMONWEALTH EQUITY SERVICES, LLP

Secretary of the Commonwealth
One Ashburton Place, Boston, Massachusetts 02108-1502

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: (General Laws, Chapter 108A, Section 9.53)

- 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 79 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.

313100

[Signature]
Name: _____
Title: _____

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 41st day of December, 2004.

[Signature]
Name: Joseph S. Deitch
Title: Manager

A copy of this filing will be available on-line at www.mass.gov/records

RECEIVED
DEPT. OF STATE
DEC 31 2004

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 \$600 having been paid, said articles are deemed to have been filed with me this

913109

27 day of December 20 07 at 12:52 pm time

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


Examiner


WILLIAM FRANCIS GALVIN
Secretary of the Commonwealth

SECRETARY OF STATE
FILED
OCT 30 2007
CORPORATION DIVISION

Name approved

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.

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