

06-13-2000



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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

MLO 5-23-2000

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
Effective Date
Month Day Year
- Merger
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKATA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

- Individual General Partnership Limited Partnership
- Corporation Association
- Other

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

Citizenship/State of Incorporation/Organization

06/12/2000 JSHABAZZ 00000140 1885269

FOR OFFICE USE ONLY

01 FC:481
02 FC:482

40.00 OP
75.00 OP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK
REEL: 002085 FRAME: 0970

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)			Registration Number(s)		
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1885269"/>	<input type="text" value="1880872"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1877980"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1880873"/>	<input type="text"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

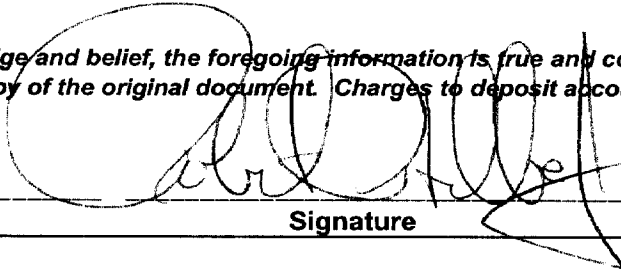
No

Statement 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. Charges to deposit account are authorized, as indicated herein.

Robert P. Felber, Jr.

Name of Person Signing



Signature

May 23, 2000

Date Signed

**Secretary of State
Corporations Section**

**James K. Polk Building, Suite 1800
Nashville, Tennessee 37243-0306**

ISSUANCE DATE: 05/17/2000
REQUEST NUMBER: 00138111

FILE/REGISTRATION DATE: 10/06/1989
STATUS: ACTIVE
CONTROL NUMBER: 0220814
JURISDICTION: TENNESSEE

TO:
ROBERT P. FELBER
YOPP & SWEENEY
414 UNION STREET
NASHVILLE, TN 37219

REQUESTED BY:
ROBERT P. FELBER
YOPP & SWEENEY
414 UNION STREET
NASHVILLE, TN 37219

I, RILEY C DARNELL, SECRETARY OF STATE OF THE STATE OF TENNESSEE DO HEREBY CERTIFY THAT

"J.C. BRADFORD & CO., L.L.C."

WAS FORMED OR QUALIFIED TO DO BUSINESS IN THE STATE OF TENNESSEE ON THE ABOVE
DATE, AND THAT THE ATTACHED DOCUMENT(S) WAS/WERE FILED IN THIS OFFICE ON THE
DATE(S) AS BELOW INDICATED.

REFERENCE NUMBER	DATE FILED	FILING TYPE	FILING ACTION										
			NAM	DUR	STK	PRN	OFC	AGT	INC	MAL	FYC		
3084-3246	12/13/1995	LLC CONVERSION	X	X									

FOR: REQUEST FOR COPIES

ON DATE: 05/17/00

FEEES

FROM:
TUKE YOPP & SWEENEY PLC (414 UNION ST)
414 UNION ST
SUITE 1100
NASHVILLE, TN 37219-0000

RECEIVED: \$20.00 \$0.00
TOTAL PAYMENT RECEIVED: \$20.00

RECEIPT NUMBER: 00002689489
ACCOUNT NUMBER: 00237228



SS-4458

RILEY C. DARNELL
SECRETARY OF STATE

**TRADEMARK
REEL: 002085 FRAME: 0972**

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RILEY DANIELL
SECRETARY OF STATE

ARTICLES OF CONVERSION
OF
J.C. BRADFORD & CO., L.P.
TO
J.C. BRADFORD & CO., L.L.C.

The undersigned general partners of J.C. Bradford & Co., L.P. (the "Limited Partnership"), acting under the Tennessee Limited Liability Company Act, Tennessee Code Annotated, Section 48-201-101, et seq. (the "Act"), hereby adopt the following Articles of Conversion for conversion of such limited partnership to a limited liability company under the Act (the "LLC"):

ARTICLE I

The terms and conditions of the conversion of the Limited Partnership to the LLC have been approved by all of the Partners of the Limited Partnership.

ARTICLE II

The name and principal business address of the Limited Partnership are J.C. Bradford & Co., L.P., 330 Commerce Street, Nashville, Tennessee 37201.

ARTICLE III

SECRET
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The following below-listed persons are the General Partners of the Limited Partnership:

<u>Name</u>	<u>Name</u>
James C. Bradford, Jr.	R. Patrick Shepherd
W. Lucas Simons	Barry Polston
C. Taxon Malott	Allan L. Erb
Marvin Alton Ross	John Felber
James Ronald Scott	James S. Frazer, III
Louis B. Todd, Jr.	Douglas Kitchen
Randall Ray Harness	Mark Garrett
Michael R. Shea	Eric L. Broder
James Avent, Jr.	Jeff Powell
Murray R. Hatcher	Mitchell Johnson
Victor Ptak	Park B. Smith
Frank F. Venable, Jr.	

ARTICLE IV

At the date and time of the conversion of the Limited Partnership to LLC, there are 200 members of the LLC.

ARTICLE V

The name of the LLC is J.C. Bradford & Co., L.L.C.

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ARTICLE VI

The street address and zip code of the initial registered office of the LLC shall be 330 Commerce Street, Nashville, Davidson County, Tennessee 37201. The name of the LLC's initial registered agent at its initial registered office is R. Patrick Shepherd.

ARTICLE VII

The LLC shall have the power and authority to carry on any business permitted by , and to have and exercise all of the powers and rights conferred by, the Act as amended from time to time or any successor provisions thereto.

ARTICLE VIII

The LLC shall be managed by a Board of Governors. All powers shall be exercised by or under the authority of, and the business and affairs of the LLC shall be managed by or under the direction of, the Board of Governors of the LLC. The number of governors and their terms shall be as specified in the Operating Agreement of the LLC.

ARTICLE IX

The street address and zip code of the principal executive office of the LLC and the county in which the principal executive office is located is 330 Commerce Street, Nashville, Davidson County, Tennessee 37201.

ARTICLE X

The LLC shall have the power and authority to expel a member.

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ARTICLE XI

The conversion of the Limited Partnership to the LLC shall be effective and the existence of the LLC shall begin as of midnight December 31, 1995.

ARTICLE XII

The duration of the LLC shall be limited to a specific term commencing from the effective date of these Articles of Conversion and ending on December 31, 2005.

ARTICLE XIII

The members of the LLC shall not have preemptive rights.

ARTICLE XIV

The Operating Agreement of the LLC may specify that less than all of the events listed in Section 48-245-101 of the Act shall constitute dissolution events and that such events are applicable on to those members serving on the Board of Governors

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ARTICLE XV

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The LLC shall be deemed for all purposes the same entity as the ~~limited~~ Partnership.

RILEY GARNELL


SECRETARY
Dated: December 13, 1995



James C. Bradford, Jr., individually and as attorney-in-fact for each of the Partners pursuant to the power of attorney granted to him as Senior Partner in Article XII of the Partnership Agreement of J.C. Bradford & Co., L.P.

STATE OF TENNESSEE
COUNTY OF DAVIDSON

SWORN TO AND SUBSCRIBED BEFORE ME, this 13th day of ~~December~~, 1995, before me personally appeared James C. Bradford, Jr. known to me to be the person who executed the foregoing instrument on behalf of the Partners of J.C. Bradford & Co., L.P. and acknowledged that he executed the same as the free act and deed of the General Limited Partners. Witness my hand this 13th day of December, 1995.


Notary Public

My Commission Expires:

March 27, 1999