

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Conversion

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Oncor Electric Delivery Company		10/05/2007	CORPORATION: TEXAS

RECEIVING PARTY DATA

Name:	Oncor Electric Delivery Company LLC
Street Address:	1601 Bryan Street
City:	Dallas
State/Country:	TEXAS
Postal Code:	75201
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 9

Property Type	Number	Word Mark
Registration Number:	2688431	ONCOR
Registration Number:	2768170	ONCOR
Registration Number:	2688423	
Registration Number:	2674940	ZIGSTER
Registration Number:	3479621	TAKE A LOAD OFF, TEXAS
Registration Number:	3479623	TAKE A LOAD OFF, TEXAS SAVING ENERGY MAKES CENTS
Registration Number:	3479622	TAKE A LOAD OFF, TEXAS SAVING ENERGY MAKES CENTS
Serial Number:	77474065	SMART TEXAS RETHINKING ENERGY
Serial Number:	77474082	SMART TEXAS RETHINKING ENERGY

CORRESPONDENCE DATA

Fax Number: (804)344-7999
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 804-788-8523
 Email: HWRTM@hunton.com
 Correspondent Name: Edward T. White - Hunton & Williams LLP

CH \$240.00 2688431

Address Line 1: 951 East Byrd Street
Address Line 2: Riverfront Plaza, East Tower
Address Line 4: RICHMOND, VIRGINIA 23219-4074

ATTORNEY DOCKET NUMBER:	88332.1
NAME OF SUBMITTER:	Edward T. White
Signature:	/Edward T. White/
Date:	01/02/2009

Total Attachments: 2
source=Oncor2#page1.tif
source=Oncor2#page2.tif

Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



Phil Wilson
Secretary of State

Office of the Secretary of State

CERTIFICATE OF CONVERSION

The undersigned, as Secretary of State of Texas, hereby certifies that a filing instrument for

Oncor Electric Delivery Company
File Number: 800025362

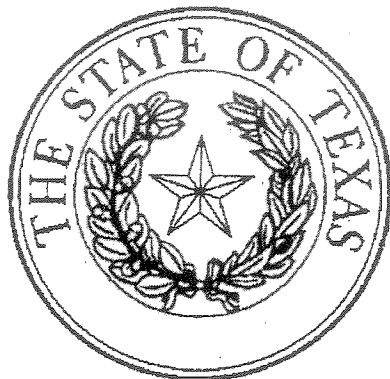
Converting it to

Oncor Electric Delivery Company LLC
File Number: [Entity not of Record, Filing Number Not Available]

has been received in this office and has been found to conform to law. ACCORDINGLY, the undersigned, as Secretary of State, and by virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing the acceptance and filing of the conversion on the date shown below.

Dated: 10/05/2007

Effective: 10/09/2007 11:59 am



A handwritten signature in cursive script that reads "Phil Wilson".

Phil Wilson
Secretary of State

Phone: (512) 463-5555
Prepared by: Lisa Sartin

Come visit us on the internet at <http://www.sos.state.tx.us/>

Fax: (512) 463-5709
TID: 10340

Dial: 7-1-1 for Relay Services
Document: 188238190003

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TRADEMARK
REEL: 003912 FRAME: 0616

FILED
In the Office of the
Secretary of State of Texas
OCT 05 2007

**ARTICLES OF CONVERSION
OF ONCOR ELECTRIC DELIVERY COMPANY**

Corporations Section

- (1) The name of the Converting Entity is Oncor Electric Delivery Company, a Texas corporation.
- (2) The name of the Converted Entity is Oncor Electric Delivery Company LLC, a Delaware limited liability company.
- (3) The Converted Entity shall be a limited liability company and its jurisdiction of formation shall be the State of Delaware.
- (4) A Plan of Conversion has been approved, and an executed copy of the Plan of Conversion is and will be available at the principal place of business of the Converting Entity and the Converted Entity, 1601 Bryan Street, Dallas, Texas 75201.
- (5) A copy of the Plan of Conversion will be furnished by the Converted Entity, on written request and without cost, to any member of the Converting Entity or the Converted Entity.
- (6) The approval of the Plan of Conversion was duly authorized by all action required by the laws under which the Converting Entity was organized and by its constituent documents.
- (7) The number of shares outstanding of the Converting Entity is 48,864,775 shares of common stock, without par value, all of which were voted in favor of the Plan of Conversion.
- (8) The conversion will be effective as of 1:00 p.m. Eastern Time (11:59 a.m. Central Time) on October 9, 2007.

Executed this 5th day of October, 2007.

ONCOR ELECTRIC DELIVERY COMPANY

By: *Diana K. Rubin*
 Name: Diana K. Rubin
 Title: Assistant Secretary

Step 73
DALLAS 422812