

07-14-2000



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U.S. Department of Commerce Patent and Trademark Office TRADEMARK

Handwritten initials: DJ

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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

Submission Type

- New
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- Corrective Document Reel #  Frame #

Conveyance Type

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

Conveying Party

Mark if additional names of conveying parties attached

Name

Execution Date Month Day Year

Formerly

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

Receiving Party

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Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

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- 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

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07/14/2000 ASCOTT 00000053 75800422

01 FC:481  
02 FC:482

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

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**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" value="75808122"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2117856"/>	<input type="text"/>	<input type="text"/>
<input type="text" value="75613855"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2145023"/>	<input type="text"/>	<input type="text"/>
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**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.

Janice W. Housey

*Janice W. Housey*

6-20-00

Name of Person Signing

Signature

Date Signed

*State of Delaware*  
*Office of the Secretary of State*

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PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION TO A DELAWARE LIMITED LIABILITY COMPANY UNDER THE NAME OF "BT ALEX. BROWN INCORPORATED", CHANGING ITS NAME FROM "BT ALEX. BROWN INCORPORATED" TO "DB ALEX. BROWN LLC" FILED IN THIS OFFICE ON THE THIRD DAY OF DECEMBER, A.D. 1999, AT 4:30 O'CLOCK P.M.



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991518221

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Edward J. Freel, Secretary of State

0118842

AUTHENTICATION:

12-06-99

DATE  
TRADEMARK

REEL: 002100 FRAME: 0800

DEC-03-1999 04:34

C.T. CORP. SYSTEM

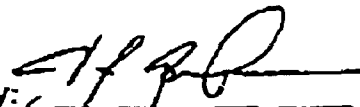
212 315 2789 P.03/03

**CERTIFICATE OF CONVERSION  
FROM A CORPORATION TO A LIMITED  
LIABILITY COMPANY PURSUANT TO SECTION 266  
OF THE DELAWARE GENERAL CORPORATION LAW**

1. The name of the corporation is BT Alex. Brown Incorporated and the name under which the corporation was originally incorporated is BT Securities Corporation.
2. The date of filing of its original Certificate of Incorporation with the Secretary of State was June 6, 1985.
3. The name of the Limited Liability Company into which BT Alex. Brown Incorporated shall be converted as set forth in the Certificate of Formation is "DB Alex. Brown LLC."
4. The conversion of BT Alex. Brown Incorporated into DB Alex. Brown LLC has been approved in accordance with the provisions of Section 266 of the Delaware General Corporation Law.
5. The Certificate of Conversion shall be effective as of the close of business on December 3, 1999.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion of BT Alex. Brown Incorporated as of this 3rd day of December, 1999.

BT Alex. Brown Incorporated

By:   
 Name: P.J. Gavenda  
 Title: Chief Financial Officer  
 and Vice President

State of Delaware  
Office of the Secretary of State

PAGE 2

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF FORMATION OF "DB ALEX. BROWN LLC" FILED IN THIS OFFICE ON THE THIRD DAY OF DECEMBER, A.D. 1999, AT 4:30 O'CLOCK P.M.



*Edward J. Freel*

Edward J. Freel, Secretary of State

2063548 8100V

991518221

AUTHENTICATION: 0118842

DATE: 12-06-99

TRADEMARK

REEL: 002100 FRAME: 0802

**CERTIFICATE OF FORMATION**

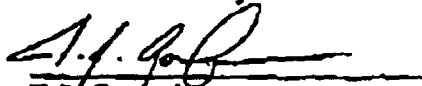
of

**DB ALEX. BROWN LLC**

The undersigned, an authorized natural person, for the purpose of forming a limited liability company, under the provisions and subject to the requirements of the State of Delaware (particularly Chapter 18, Title 6 of the Delaware Code and the acts amendatory thereof and supplemental thereto), hereby certifies that:

1. The name of the limited liability company is DB Alex. Brown LLC (the "Company").
2. The address of the Company's registered office in the State of Delaware is c/o Corporation Trust Center, 1209 Orange Street, in the City of Wilmington, County of New Castle, 19801. The name of the Company's registered agent at such address is The Corporation Trust Company.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation of DB Alex. Brown LLC as of this 3rd day of December, 1999.



T.J. Gayenda  
Chief Financial Officer & Vice President

AN AUTHORIZED PERSON

1-07/MSLE.1