

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	CHANGE OF NAME

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Alliance Capital Management L.P.		02/21/2006	LIMITED PARTNERSHIP: DELAWARE

**RECEIVING PARTY DATA**

<b>Name:</b>	AllianceBernstein L.P.
<b>Composed Of:</b>	COMPOSED OF AllianceBernstein Corporation, a Delaware corporation
<b>Street Address:</b>	1345 Avenue of the Americas
<b>City:</b>	New York
<b>State/Country:</b>	NEW YORK
<b>Postal Code:</b>	10105
<b>Entity Type:</b>	LIMITED PARTNERSHIP: DELAWARE

**PROPERTY NUMBERS Total: 36**

Property Type	Number	Word Mark
Serial Number:	78811279	AB ALLIANCEBERNSTEIN
Serial Number:	78811439	AB ALLIANCEBERNSTEIN
Serial Number:	78811404	AB ALLIANCE
Serial Number:	78811327	AB ACMBERNSTEIN
Serial Number:	78811470	AB BERNSTEIN
Serial Number:	78811494	AB BERNSTEINRESEARCH
Serial Number:	78811539	AB SANFORD C. BERNSTEIN
Serial Number:	78501629	ACM INTERNATIONAL THE INVESTMENT PROFESSIONAL INSTITUTE
Serial Number:	78614560	SIMPLY EFFECTIVE
Serial Number:	78690810	THE RIGHT MIX
Serial Number:	78401515	ALLIANCE FIXED INCOME INVESTMENT RESEARCH AND MANAGEMENT

CH \$915.00 78811279

Serial Number:	78318428	ALLIANCEBERNSTEIN REGENT
Serial Number:	78318393	ALLIANCEBERNSTEIN MANAGED ACCOUNTS
Serial Number:	78237529	BERNSTEIN
Serial Number:	78212840	ALLIANCEBERNSTEIN INVESTMENT RESEARCH & MANAGEMENT
Serial Number:	76547509	ALLIANCEBERNSTEIN WEALTH STRATEGIES
Serial Number:	76547510	ALLIANCEBERNSTEIN INVESTMENT SOLUTIONS
Serial Number:	76342806	ALLIANCE ELITE ADVISORS
Serial Number:	76224116	BERNSTEIN RESEARCH
Serial Number:	76223880	BERNSTEIN INVESTMENT RESEARCH AND MANAGEMENT
Serial Number:	76223841	BERNSTEIN INVESTMENT RESEARCH AND MANAGEMENT
Serial Number:	76223487	BERNSTEIN RESEARCH
Serial Number:	76217637	ALLIANCEBERNSTEIN
Serial Number:	76217286	ALLIANCEBERNSTEIN
Serial Number:	76083635	BERNSTEIN
Serial Number:	75701897	ELERT!!
Serial Number:	75701960	E-LERT!!
Serial Number:	75866872	ACM FUNDS
Serial Number:	75816720	THE INVESTMENT PROFESSIONAL' S CHOICE
Serial Number:	75538436	
Serial Number:	75174997	ACM
Serial Number:	74301815	ALLIANCE
Serial Number:	73723655	THE INVISIBLE GIANT IN MUTUAL FUNDS
Serial Number:	73598743	ALLIANCE
Serial Number:	73560174	A
Serial Number:	73560167	ALLIANCE CAPITAL A

**CORRESPONDENCE DATA**

Fax Number: (212)878-8375  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 212-878-8000  
Email: steven.shelton@cliffordchance.com  
Correspondent Name: Steven T. Shelton  
Address Line 1: 31 West 52nd Street  
Address Line 2: Clifford Chance US LLP  
Address Line 4: NEW YORK, NEW YORK 10019-6131

ATTORNEY DOCKET NUMBER: 081554-00169

NAME OF SUBMITTER:	Steven T. Shelton
Signature:	/Steven T. Shelton/
Date:	02/28/2006
Total Attachments: 2 source=change#page1.tif source=change#page2.tif	

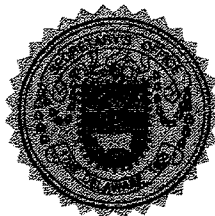
# Delaware

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*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE RESTATED CERTIFICATE OF "ALLIANCE CAPITAL MANAGEMENT L.P.", CHANGING ITS NAME FROM "ALLIANCE CAPITAL MANAGEMENT L.P." TO "ALLIANCEBERNSTEIN L.P.", FILED IN THIS OFFICE ON THE TWENTY-FIRST DAY OF FEBRUARY, A.D. 2006, AT 4:43 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID RESTATED CERTIFICATE IS THE TWENTY-FOURTH DAY OF FEBRUARY, A.D. 2006, AT 4:02 O'CLOCK P.M.



3026448 8100

060160892

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4540515

DATE: 02-22-06

TRADEMARK  
REEL: 003255 FRAME: 0686

AMENDED AND RESTATED  
CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
ALLIANCE CAPITAL MANAGEMENT L.P.

This Amended and Restated Certificate of Limited Partnership of Alliance Capital Management L.P., a Delaware limited partnership (the "Partnership"), shall be effective at 4:02 p.m. (Delaware time) on February 24, 2006, and is being executed for the purpose of amending and restating in its entirety, as hereinafter set forth, the Certificate of Limited Partnership of the Partnership (the "Certificate"), which Certificate was originally filed in this Office of the Secretary of State of the State of Delaware under the name of Alliance Capital Management L.P. II, the former name of the Partnership, on April 6, 1999.

It is, therefore, certified that the Certificate is hereby amended and restated in its entirety as follows:

*Name.* The name of the Partnership is AllianceBernstein L.P.

*Registered Office and Registered Agent.* The registered office of the Partnership in the State of Delaware is located at Corporation Trust Center, 1209 Orange Street, Wilmington, Delaware 19801. The name of the registered agent of the Partnership for service of process at such address is The Corporation Trust Company.

*Name and Address of General Partner.* The name and business address of the General Partner of the Partnership are as follows:

AllianceBernstein Corporation  
1345 Avenue of the Americas  
New York, NY 10105

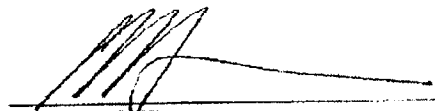
*Amended and Restated Certificate.* This Amended and Restated Certificate has been duly executed and is being filed in accordance with the provisions of §17-210 of the Delaware Revised Uniform Limited Partnership Act.

IN WITNESS WHEREOF, the undersigned has duly executed this Amended and Restated Certificate of Limited Partnership as of February 21, 2006.

**GENERAL PARTNER**

ALLIANCE CAPITAL MANAGEMENT CORPORATION

By:

  
Adam R. Spilka  
Secretary

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