Delaware Division of Corporations 401 Federal Street – Suite 4 Dover, DE 19901

Phone: 302-739-3073

Certificate of Conversion from a Non-Delaware Statutory Trust to a Delaware Statutory Trust

Dear Sir or Madam:

Enclosed please find a form for a Certificate of Conversion from a Non-Delaware Statutory Trust to a Delaware Statutory Trust. The fee to file the Certificate of Conversion is \$500.00. Also, enclosed please find a form for a Certificate of Trust that is required to be filed simultaneously with the Certificate of Conversion. The fee for filing the Certificate of Trust is \$500.00. Please submit the filing with 1 cover sheet with Conversion first. You will receive a stamped "filed" copy of your document. If you would like a certified copy it will be an additional \$100.00. (\$50.00 for the Conversion and \$50.00 for the Certificate of Trust) Expedited services are available please contact our office concerning these fees. Please make any check payable to "Delaware Secretary of State".

In order to process your request in a timely manner, please include a cover letter with your name, address and telephone/fax number to enable us to contact you if necessary. For your convenience a cover sheet is available at the following link. http://corp.delaware.gov/filingmemo.pdf. Please make sure you thoroughly complete all information requested on these forms. It is important that the execution be legible, we request that you print or type your name under the signature line.

Thank you for choosing Delaware as your corporate home. Should you require further assistance in this or any other matter, please don't hesitate to call us at (302) 739-3073.

Sincerely,

Department of State Division of Corporations

Rev 09/05

STATE OF DELAWARE CERTIFICATE OF CONVERSION FROM A NON-DELAWARE STATUTORY TRUST TO A DELAWARE STATUTORY TRUST PURSUANT TO SECTION 3820 OF THE DELAWARE STATUTORY TRUST CODE

2.) The jurisdiction immediately prior to filing this Certificate is	1.)	The jurisdiction where the Non-Delaware Statutory Trust first formed is	
4.) The name of the Non-Delaware Statutory Trust immediately prior to filing Certificate is	2.)	The jurisdiction immediately prior to filing this Certificate is	
Certificate is	3.)	The date the Non-Delaware Statutory Trust first formed is	
IN WITNESS WHEREOF, the undersigned have executed this Certificate on the			
day of By:	5.)	The name of the Statutory Trust as set forth in the Certificate of Trust is	
By: Trustee(s)	IN	<u> </u>	
		By:	
Name:Print or Type			

STATE of DELAWARE CERTIFICATE of TRUST

This Certificate of Trust is filed in accordance with the provisions of the Delaware Statutory Trust Act (Title 12 of the Delaware Code, Section 3801 et seq.) and sets forth the following:

• First: The name of the trust is		
• Second: The name and address of the trustee one applies as meeting the requirements of		
• Third: (Insert any other information the trust	ees determine to include therein.)	
	By:Trustee(s)	
	Name: Typed or Printed	