

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM549640

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER AND CHANGE OF NAME
EFFECTIVE DATE:	08/01/2016

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
RS Investment Management Co. LLC		08/01/2016	Limited Liability Company:

NEWLY MERGED ENTITY DATA

Name	Execution Date	Entity Type
Victory Capital Management Inc.	08/01/2016	Corporation: NEW YORK

MERGED ENTITY'S NEW NAME (RECEIVING PARTY)

Name:	Victory Capital Management Inc.
Street Address:	4900 Tiedemann Road
Internal Address:	4th Floor
City:	Brooklyn
State/Country:	OHIO
Postal Code:	44144
Entity Type:	Corporation: NEW YORK

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	1862764	OAK VALUE

CORRESPONDENCE DATA**Fax Number:** 2127289685*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.***Phone:** 212-728-8685**Email:** ipdept@willkie.com**Correspondent Name:** Heather Schneider**Address Line 1:** 787 Seventh Avenue**Address Line 2:** Willkie Farr & Gallagher LLP**Address Line 4:** New York, NEW YORK 10019**ATTORNEY DOCKET NUMBER:** 122414.00003

CH \$40.00 1862764

NAME OF SUBMITTER:	Heather Schneider
SIGNATURE:	/Heather Schneider/
DATE SIGNED:	11/15/2019
Total Attachments: 5 source=VICTORY CAPITAL MANAGEMENT INC. - NY - Certified Charters#page1.tif source=VICTORY CAPITAL MANAGEMENT INC. - NY - Certified Charters#page2.tif source=VICTORY CAPITAL MANAGEMENT INC. - NY - Certified Charters#page3.tif source=VICTORY CAPITAL MANAGEMENT INC. - NY - Certified Charters#page4.tif source=VICTORY CAPITAL MANAGEMENT INC. - NY - Certified Charters#page5.tif	

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CERTIFICATE OF MERGER

OF

RS INVESTMENT MANAGEMENT CO. LLC

AND

VICTORY CAPITAL MANAGEMENT INC.

INTO

VICTORY CAPITAL MANAGEMENT INC.

UNDER SECTION 904-A OF THE BUSINESS CORPORATION LAW

1. The name of each constituent entity is as follows: RS Investment Management Co. LLC, a Delaware limited liability company, and Victory Capital Management Inc., a New York corporation (which was formed under the name W. G. Spears, Inc.).

2. The date when the certificate of incorporation or articles of organization of each domestic constituent entity was filed by the Department of State is as follows:

<u>NAME OF ENTITY</u>	<u>DATE OF INCORPORATION</u>
Victory Capital Management Inc.	February 22, 1972

3. The name, jurisdiction of formation and the date of filing of the initial certificate of formation of each foreign constituent limited liability company is as follows:

<u>NAME OF ENTITY</u>	<u>JURISDICTION</u>	<u>DATE OF FORMATION</u>
RS Investment Management Co. LLC	Delaware	November 10, 1998

and RS Investment Management Co. LLC filed its application for authority to do business in New York on July 18, 2006

4. An agreement of merger has been approved and executed by each constituent entity.

5. The name of the surviving corporation is: Victory Capital Management Inc.

6. The certificate of incorporation of Victory Capital Management Inc. shall be the certificate of incorporation following the merger without any changes or amendments thereto.

7. The merger is permitted by the jurisdiction of incorporation or organization and is in compliance therewith with respect to each of the foreign constituent entities set forth in Item 3 above.

8. The agreement of merger is on file at a place of business of Victory Capital Management Inc., the address of which is 4900 Tiederman Road, 4th Floor, Brooklyn, OH 44144.

IN WITNESS WHEREOF, we hereunto sign our names and affirm that the statements made herein are true under the penalties of perjury, this 1st day of August, 2016.

VICTORY CAPITAL MANAGEMENT
INC.

By: 

Name: Michael D. Polcarpo
Title: Treasurer, Chief Financial Officer
and Chief Operating Officer

RS INVESTMENT MANAGEMENT CO.
LLC

By: _____

Name: Nina Gupta
Title: General Counsel


[New York Certificate of Merger - RSIM/VCM]

IN WITNESS WHEREOF, we hereunto sign our names and affirm that the statements made herein are true under the penalties of perjury, this 1st day of August, 2016.

VICTORY CAPITAL MANAGEMENT
INC.

By: _____
Name: Michael D. Policarpo
Title: Treasurer, Chief Financial Officer
and Chief Operating Officer

RS INVESTMENT MANAGEMENT CO.
LLC

By:  _____
Name: Nina Gupta
Title: Authorized Person

[New York Certificate of Merger - RSIM/VCM]

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CT-07

CERTIFICATE OF MERGER

OF

RS INVESTMENT MANAGEMENT CO. LLC

AND

VICTORY CAPITAL MANAGEMENT INC.

INTO

VICTORY CAPITAL MANAGEMENT INC.

UNDER SECTION 904-A OF THE BUSINESS CORPORATION LAW

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FILED

STATE OF NEW YORK
DEPARTMENT OF STATE

FILED AUG 01 2016

TAXS

BY:

Filed by:

WILLKIE FARR & GALLAGHER LLP
(Name)

787 SEVENTH AVENUE
(Mailing address)

NEW YORK, NY 10019
(City, State and ZIP code)

RECEIVED

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RECORDED: 11/15/2019

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