

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM567993

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
F T J FUNDCHOICE, L.L.C.		08/30/2019	Limited Liability Company: MISSOURI
RECEIVING PARTY DATA			
Name:	Orion Portfolio Solutions, LLC		
Street Address:	17605 Wright Street		
City:	Omaha		
State/Country:	NEBRASKA		
Postal Code:	68130		
Entity Type:	Limited Liability Company: NEBRASKA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	5487565	PORTFOLIO TARGET	
CORRESPONDENCE DATA			
Fax Number:			
<i>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.</i>			
Email:	adam.werner@orion.com		
Correspondent Name:	Adam Werner		
Address Line 1:	17605 Wright Street		
Address Line 4:	Omaha, NEBRASKA 68130		
NAME OF SUBMITTER:	Adam Werner		
SIGNATURE:	/Adam Werner/		
DATE SIGNED:	03/19/2020		
Total Attachments: 6			
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OP \$40.00 5487565

STATE OF MISSOURI



John R. Ashcroft
Secretary of State
CERTIFICATE OF MERGER

WHEREAS, Articles of Merger of the following entities:

FTJ FUNDCHOICE, L.L.C. -- LC0053301
INTO:

Orion Portfolio Solutions, LLC -- A Nebraska Limited Liability Company not qualified


organized and existing under the laws of Missouri have been received, found to conform to law, and filed.

NOW, THEREFORE, I, JOHN R. ASHCROFT, Secretary of State of the State of Missouri, issue this Certificate of Merger, certifying that the merger of the aforementioned with

Orion Portfolio Solutions, LLC -- A Nebraska Limited Liability Company not qualified

as the survivor, shall be effective on the date on which the same becomes effective in the State of Nebraska. Effective date: **August 30, 2019**

IN TESTIMONY WHEREOF, I hereunto set my hand and cause to be affixed the GREAT SEAL of the State of Missouri. Done at the City of Jefferson, this 3rd day of September, 2019.


Secretary of State



LC0053301
Date Filed: 9/3/2019
John R. Ashcroft
Missouri Secretary of State

Notice of Merger

This Notice of Merger (the "Notice"), pursuant to the Missouri Limited Liability Company Act (the "Act") and § 347.129 of the Missouri revised statutes, outlines the merger between FTJ FundChoice, L.L.C., a Missouri limited liability company, and Orion Portfolio Solutions, LLC, a Nebraska limited liability company.

1. The parties to this merger are FTJ FundChoice, L.L.C., and Orion Portfolio Solutions, LLC.
2. The merger was made effective September 1, 2019.
3. The surviving company is Orion Portfolio Solutions, LLC, a Nebraska limited liability company (the "Surviving Company"), and the separate existence of FTJ FundChoice, L.L.C. shall terminate, effective September 1, 2019.
4. The merger was authorized and approved by the members of FTJ FundChoice, L.L.C., and Orion Portfolio Solutions, LLC.
5. The registered agent of the Surviving Company shall be Orion Advisor Solutions, LLC, with an address of 17605 Wright St., Omaha, NE 68130.
6. The executed Plan of Merger and Agreement of Merger are on file at the principal place of business of the Surviving Company, located at 17605 Wright St., Omaha, NE 68130.
7. The executed Plan of Merger and Agreement of Merger will be provided by the Surviving Company, without cost and on request, to any member of an entity that is party to the Plan of Merger and Agreement of Merger.

IN WITNESS WHEREOF, the undersigned have executed this notice of merger.

FTJ FundChoice, L.L.C.


 By: Daniel Applegarth
 Its: Chief Financial Officer

Orion Portfolio Solutions, LLC


 By: Daniel Applegarth
 Its: Chief Financial Officer

ORI-09052019-2565 State of Missouri
No of Pages 5 Pages



Merger - LLC/LP/LLP/LLP

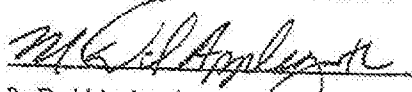
NE Sec of State - Robert B. Eason
Filing Document #: 1908210908 Pages: 4
Company Name: ORION PORTFOLIO SOLUTIONS, LLC
Filing Date and Time: 09/03/2019 11:34 AM

Articles of Merger of
FTJ FundChoice, L.L.C. and
Orion Portfolio Solutions, LLC

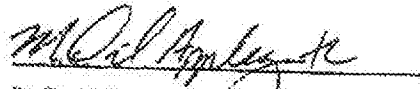
These Articles of Merger between FTJ FundChoice, L.L.C. and Orion Portfolio Solutions, LLC, are submitted in accordance with Nebraska Uniform Limited Liability Company Act and, specifically, Neb. Rev. Stat. § 21-175.

1. The two limited liability companies merging pursuant to these Articles of Merger are FTJ FundChoice, L.L.C., a Missouri limited liability company, and Orion Portfolio Solutions, LLC, a Nebraska limited liability company.
2. The surviving limited liability company shall be Orion Portfolio Solutions, LLC, and continued existence shall be under Nebraska law.
3. These Articles of Merger shall be effective on September 1, 2019, with merger deemed complete on such date.
4. This merger was approved by both FTJ FundChoice, L.L.C., and Orion Portfolio Solutions, LLC, in accordance with the applicable statutes.

ORION PORTFOLIO SOLUTIONS, LLC


By: Daniel Applegarth
Its Chief Financial Officer of its Sole Member

FTJ FUNDCHOICE, L.L.C.


By: Daniel Applegarth
Its Chief Financial Officer

Agreement and Plan of Merger
Between
FTJ FundChoice, L.L.C. and
Orion Portfolio Solutions, LLC

This Agreement and Plan of Merger (the "Plan of Merger") is dated as of August 26, 2019, by and between FTJ FundChoice, L.L.C., a Missouri limited liability company ("FTJ"), and Orion Portfolio Solutions, LLC, a Nebraska limited liability company ("OPS"). OPS and FTJ are collectively the Parties and each a Party.

WHEREAS, OPS and FTJ wish to effect a business combination through a merger (the "Merger"), upon the terms contained in this Plan of Merger; and

WHEREAS, the board of managers and sole member of FTJ, and the sole member of OPS, have approved and declared advisable this Plan of Merger.

NOW, THEREFORE, the Parties agree as follows:

**ARTICLE I
THE MERGER**

1. **The Merger.** Upon the terms contained herein and in accordance with the Missouri limited liability company act (the "Missouri Act") and the Nebraska uniform limited liability company act (the "Nebraska Act"), FTJ shall be merged with and into OPS. As a result of the Merger, the separate existence of FTJ shall cease and OPS shall be the surviving entity. For the avoidance of doubt, OPS shall be the surviving entity of the Merger.
2. **Closing.** The closing of the Merger (the "Closing") shall be September 1, 2019 (the "Closing Date"), and the Merger shall be deemed completed as of the Closing Date.
3. **Articles of Merger.** Articles of Merger shall be filed with the Nebraska Secretary of State prior to the Closing Date, with a delayed effective date of September 1, 2019, in accordance with the Nebraska Act.
4. **Notice of Merger.** As promptly as practical after the Closing Date, a Notice of Merger shall be filed with the Missouri Secretary of State in accordance with the Missouri Act. As promptly as practical after the Closing Date, a Notice of Merger shall be published and filed with the Nebraska Secretary of State in accordance with the Nebraska Act.
5. **Organizational Documents.** The organizational documents of OPS, as necessary, shall be updated to reflect merger.

**ARTICLE II
EFFECT OF MERGER ON MEMBERSHIP INTEREST**

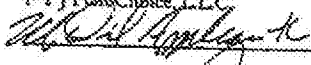
6. **Effect on FTJ.** The membership interest of FTJ shall be exchanged for membership interest in OPS, on a one to one basis.
7. **Effect on OPS.** The membership interest of OPS shall continue without change, except to give effect to Section 6 hereof.

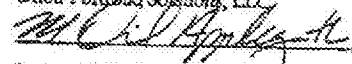
ARTICLE III
MISCELLANEOUS

8. **Entire Agreement.** This Plan of Merger constitutes the entire agreement between the Parties hereto with respect to the obligations arising hereunder and supersedes and cancels any prior agreements, representations, warranties or communications, whether oral or written, among the parties hereto relating to the subject matter hereof. This Plan of Merger may not be amended, or any provision hereof waived, except in writing signed by the party against which the enforcement of such amendment or waiver is sought.
9. **Waiver.** No delay by either Party in requiring performance by the other shall affect the right of such Party to require performance; no waiver by either Party of any breach shall be construed as a waiver of any subsequent breach or as a waiver of the provision itself or any other provision.
10. **Severability.** Should any provision of this Plan of Merger be held invalid or unenforceable by any court, arbitrator, statute, rule or otherwise, the remaining provisions of this Plan of Merger will not be affected thereby and will continue in full force and effect to the fullest extent practicable, except that if the Plan of Merger is otherwise made materially impossible, this Plan of Merger will be deemed terminated.
11. **Compliance with Laws.** This Plan of Merger follows the requirements of Missouri Stat. § 347 and Nebraska Revised Stat. § 21-171 - 174.
12. **Governing Law.** This Plan of Merger shall be governed by and construed in accordance with the laws of the state of Nebraska, without regard to the conflict of laws provisions thereof.

-Signature Page Follows-

IN WITNESS WHEREOF, each of the Parties have caused this Agreement to be duly executed and delivered as of the date first written above.

FTJ FundChoice, L.L.C.

By: Daniel Applegate
Is: Chief Financial Officer

Odon Portfolio Solutions, LLC

By: Daniel Applegate
Is: Chief Financial Officer of its Sole Member