

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM613352

SUBMISSION TYPE:	CORRECTIVE ASSIGNMENT
NATURE OF CONVEYANCE:	Corrective Assignment to correct the conveyance type of the transaction and state of incorporation of the receiving party previously recorded on Reel 006094 Frame 0697. Assignor(s) hereby confirms the conveyance type is a merger effective 08/01/2016 and the state of incorporation of the receiving party is New York.

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
RS INVESTMENT MANAGEMENT CO. LLC		08/01/2016	Limited Liability Company: DELAWARE

RECEIVING PARTY DATA

Name:	VICTORY CAPITAL MANAGEMENT INC.
Street Address:	4900 Tiedman Road, 4th Floor
City:	Brooklyn
State/Country:	OHIO
Postal Code:	44144
Entity Type:	Corporation: NEW YORK

PROPERTY NUMBERS Total: 5

Property Type	Number	Word Mark
Registration Number:	4671855	
Registration Number:	4012753	RS
Registration Number:	4652983	RS INVESTMENTS
Registration Number:	4117627	RS INVESTMENTS
Registration Number:	4671854	RS INVESTMENTS

CORRESPONDENCE DATA

Fax Number:

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: 212-813-5900
Email: assignments@fzlj.com
Correspondent Name: Charles T.J. Weigell
Address Line 1: Fross Zelnick Lehrman & Zissu, P.C.
Address Line 2: 151 West 42nd Street, 17th Floor
Address Line 4: New York, NEW YORK 10036

ATTORNEY DOCKET NUMBER: VCM1 1704581

CH \$140.00 4671855

NAME OF SUBMITTER:	Justina Chen
SIGNATURE:	/justinachen/
DATE SIGNED:	12/08/2020
Total Attachments: 7 source=Merger and Change of Name Filing in 2017 (F3795384x96B9E)#page1.tif source=Merger and Change of Name Filing in 2017 (F3795384x96B9E)#page2.tif source=Merger and Change of Name Filing in 2017 (F3795384x96B9E)#page3.tif source=Merger and Change of Name Filing in 2017 (F3795384x96B9E)#page4.tif source=Merger and Change of Name Filing in 2017 (F3795384x96B9E)#page5.tif source=Merger and Change of Name Filing in 2017 (F3795384x96B9E)#page6.tif source=Merger and Change of Name Filing in 2017 (F3795384x96B9E)#page7.tif	

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM433188

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:

MERGED ENTITY'S NEW NAME (RECEIVING PARTY)

Name:	Victory Capital Management Inc.
Street Address:	4900 Tiedman Road, 4th Floor
City:	Brooklyn
State/Country:	OHIO
Postal Code:	44144
Entity Type:	Corporation: DELAWARE

PROPERTY NUMBERS Total: 6

Property Type	Number	Word Mark
Registration Number:	4671855	
Registration Number:	4012753	RS
Registration Number:	4467236	RS FUNDS
Registration Number:	4652983	RS INVESTMENTS
Registration Number:	4117627	RS INVESTMENTS
Registration Number:	4671854	RS INVESTMENTS

CORRESPONDENCE DATA

Fax Number: 2128138239

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: 2128138239

Email: weigell-docket@fzlz.com

Correspondent Name: Charles T. J. Weigell

CH \$165.00 4671855

Address Line 1: 4 Times Square, 17th Floor
Address Line 4: New York, NEW YORK 10036

NAME OF SUBMITTER: Charles T. J. Weigell

SIGNATURE: /ctw/

DATE SIGNED: 06/29/2017

Total Attachments: 5

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Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"RS INVESTMENT MANAGEMENT CO. LLC", A DELAWARE LIMITED LIABILITY COMPANY,

WITH AND INTO "VICTORY CAPITAL MANAGEMENT INC." UNDER THE NAME OF "VICTORY CAPITAL MANAGEMENT INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF NEW YORK, AS RECEIVED AND FILED IN THIS OFFICE ON THE FIRST DAY OF AUGUST, A.D. 2016, AT 2 O`CLOCK P.M.




Jeffrey W. Bullock, Secretary of State

6112423 8100M
SR# 20165165333

You may verify this certificate online at corp.delaware.gov/authver.shtml

Authentication: 202753960
Date: 08-01-16

TRADEMARK
REEL: 006024 FRAME: 0090

CERTIFICATE OF MERGER
OF
RS INVESTMENT MANAGEMENT CO. LLC
INTO
VICTORY CAPITAL MANAGEMENT INC.

(Under Section 18-209 of the Limited Liability Company Act of the State of Delaware)

The undersigned, Michael D. Policarpo, being the Treasurer, Chief Financial Officer and Chief Operating Officer of Victory Capital Management Inc., hereby certifies:

FIRST: 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.). Victory Capital Management Inc. shall survive the merger and shall continue in existence as the surviving corporation under the name Victory Capital Management Inc. RS Investment Management Co. LLC shall not survive the merger and shall cease to exist.

SECOND: The certificate of incorporation Victory Capital Management Inc. shall be the Certificate of Incorporation of the surviving corporation.

THIRD: The merger was authorized with respect to RS Investment Management Co. LLC in the following manner: an Agreement and Plan of Merger (the "Agreement and Plan of Merger") was adopted by the sole member of RS Investment Management Co. LLC by written consent on August 1, 2016 in accordance with Section 18-209 of the Limited Liability Company Act of the State of Delaware.

The merger was authorized with respect to Victory Capital Management Inc. in the following manner: the Agreement and Plan of Merger was adopted at a meeting of the board of directors of Victory Capital Management Inc. on August 1, 2016. The board of directors of Victory Capital Management Inc. submitted the Agreement and Plan of Merger to a vote of the shareholders of Victory Capital Management Inc. in accordance with Section 903 of the Business Corporation Law of the State of New York. The Agreement and Plan of Merger was duly adopted by the written consent of the sole shareholder of Victory Capital Management Inc. on August 1, 2016.

The Agreement and Plan of Merger was approved, adopted, executed and acknowledged by each of RS Investment Management Co. LLC and Victory Capital Management Inc. on August 1, 2016.

FOURTH: The merger shall be effective on the filing of the Certificate of Merger by the Department of State of Delaware.

FIFTH: A copy of the Agreement and Plan of Merger is on file at the place of business of Victory Capital Management Inc. at 4900 Tiedeman Road, 4th Floor, Brooklyn, OH 44144. A copy of the Agreement and Plan of Merger will be furnished by Victory Capital Management Inc., on request and without cost, to any member of RS Investment Management Co. LLC or any person holding an interest in Victory Capital Management Inc.

SIXTH: Victory Capital Management Inc. agrees that it may be served with process in the State of Delaware in any action, suit or proceeding for the enforcement of any obligation of RS Investment Management Co. LLC and irrevocably appoints the Secretary of State of the State of Delaware as its agent to accept service of

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process in any such action, suit or proceeding. Process may be mailed by the Secretary of State of the State of Delaware to the following address:

Victory Capital Management Inc.

4900 Tiedeman Road

4th Floor

Brooklyn, OH 44144

[Remainder of page intentionally left blank.]

IN WITNESS WHEREOF, I hereunto sign my name 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

[Delaware Certificate of Merger - RSIM/VCM]