

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM642422

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Morrison, Brown, Argiz & Farra, LLC		12/30/2020	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	MBAF Certified Public Accountants, LLP		
Street Address:	1450 Brickell Avenue		
Internal Address:	18th Floor		
City:	Miami		
State/Country:	FLORIDA		
Postal Code:	33131		
Entity Type:	Limited Liability Limited Partnership: FLORIDA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	1919716	DRIVING PROFITS	
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>			
Phone:	3123722000		
Email:	ktabor@mwe.com		
Correspondent Name:	Katherine L. Tabor		
Address Line 1:	444 West Lake Street, Suite 4000		
Address Line 4:	Chicago, ILLINOIS 60606		
NAME OF SUBMITTER:	Katherine L. Tabor		
SIGNATURE:	/Katherine L Tabor/		
DATE SIGNED:	04/27/2021		
Total Attachments: 7			
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BILL OF SALE AND ASSIGNMENT

This Bill of Sale and Assignment dated and effective as of December 30, 2020 (the “**Closing Date**”), is by and among MBAF Certified Public Accountants, LLP (“**Assignee**”), on the one hand, and Morrison, Brown, Argiz & Farra, LLC (“**MBAF LLC**”), SOLUTIONS@MBAF, LLC (“**WhiteOwl**”), MBAF CPAs, LLC (“**MBAF CPAs**”), Fiscal Management Associates, LLC (“**FMA**”), MBAF-Colorado CPA, LLC (“**MBAF Colorado**”), and MBAF – Maryland CPA, LLC (“**MBAF Maryland**” and collectively with MBAF LLC, WhiteOwl, MBAF Tax Services, MBAF CPAs, FMA and MBAF Colorado, the “**Assignors**” and each an “**Assignor**”).

WHEREAS, BDO USA, LLP, a Delaware limited liability partnership (“**BDO USA**”), BDO-FMA, LLC, a Delaware limited liability company (“**BDO-FMA**” and, together with BDO USA, “**BDO**”) and Assignee, among others, are entering into that certain First Supplemental Agreement, dated as of December 30, 2020 (the “**First Supplemental Agreement**”), pursuant to which, *inter alia*, Assignee will agree to sell, assign, convey and transfer to BDO all of Assignee’s right, title and interest, as of December 30, 2020, in and to certain assets and contracts, including the Assigned Assets and the Assigned Contracts (as such terms are defined below); and

WHEREAS, in order to facilitate the transactions contemplated by the First Supplemental Agreement, each Assignor desires to transfer to the Assignee all of such Assignor’s right, title and interest in and to the Assigned Assets and Assigned Contracts (as such terms are defined below) effective as of the Closing Date.

NOW, THEREFORE, for and in consideration of the mutual provisions and covenants contained herein, the parties hereto agree as follows:

1. **Bill of Sale and Assignment of Assets.** Each Assignor, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, does sell, assign, convey and transfer to Assignee, all of such Assignor’s right, title and interest in and to (a) all of the assets set forth on **Exhibit A** attached hereto (collectively, the “**Assigned Assets**”) that are owned by such Assignor and (b) all of the contracts set forth on **Exhibit B** attached hereto (collectively, the “**Assigned Contracts**”) to which such Assignor is a party, in each case of (a) and (b) as of the Closing Date.

2. **Further Actions.** Each Assignor covenants that it will make and deliver to Assignee such other instruments and documents and take such further actions as may be reasonably required to vest and confirm in Assignor the ownership of all of the Assigned Assets and Assigned Contracts as of the Closing Date.

3. **Governing Law.** This Bill of Sale and Assignment shall be construed in accordance with, and governed in all respects by, the internal laws of the State of Delaware (without giving effect to principles of conflicts of laws).

4. **Counterparts.** This Bill of Sale and Assignment may be executed in one or more counterparts, each of which shall be deemed an original but all of which together constitute one and the same instrument.

signature page follows

The undersigned have executed this Bill of Sale and Assignment as of the Closing Date.

Assignee:

**MBAF CERTIFIED PUBLIC
ACCOUNTANTS/LLP**

By: 
Name: Antonio L. Argiz
Title: Chairman and Chief Executive Officer

Assignors:

Morrison, Brown, Argiz & Farra, LLC

By: 
Name: Antonio L. Argiz
Title: Authorized Signatory

SOLUTIONS@MBAF, LLC

By: 
Name: Antonio L. Argiz
Title: Authorized Signatory

Fiscal Management Associates, LLC

By: 
Name: Antonio L. Argiz
Title: Authorized Signatory


MBAF OPAs, LLC

By: 
Name: Antonio L. Argiz
Title: Authorized Signatory

MBAF - Maryland CPA, LLC

By: 
Name: Antonio L. Argiz
Title: Authorized Signatory

MBAF-Colorado CPA, LLC

By: 
Name: Antonio L. Argiz
Title: Authorized Signatory

[Signature Page to Bill of Sale and Assignment]

Exhibit A




Assigned Assets

See attached.

REDACTED

Intellectual Property

U.S. PENDING TRADEMARK APPLICATIONS AND TRADEMARK REGISTRATIONS

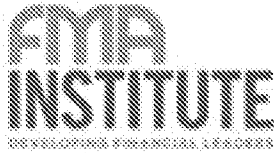
Trademark	Registration/ Application No./Status	Class	Owner
MBAF CERTIFIED PUBLIC ACCOUNTANTS AND ADVISORS (and Design) 	App. No. 90003943 Published for Opposition	35	MBAF Certified Public Accountants, LLP
MBAF MORRISON BROWN ARGIZ & FARRA, LLC CERTIFIED PUBLIC ACCOUNTS AND ADVISORS (and Design) 	App. No. 90019932 Published for Opposition	35	MBAF Certified Public Accountants, LLP
DRIVING PROFITS	Reg. No. 1919716 App. No. 74592246 Registered Renewal Due: 09/19/25	16	Morrison, Brown, Argiz & Farra, LLC
FMA	Reg. No. 3585526 App. No. 77372971 Registered Renewal Due: 03/10/29	35, 36 and 41	Fiscal Management Associates, LLC
	Reg. No. 3585527 App. No. 77373017 Registration Cancelled	35, 36, and 41	Fiscal Management Associates, LLC
FISCAL MANAGEMENT ASSOCIATES	Reg. No. 3593879 App. No. 77373005 Registration Cancelled	35, 36, and 41	Fiscal Management Associates, LLC

COMMON LAW TRADEMARKS

DEVELOPING FINANCIAL LEADERS
FISCAL MANAGEMENT ASSOCIATES
FISCAL MANAGEMENT ASSOCIATES, LLC
FISCAL STRENGTH FOR NONPROFITS
FMA INSTITUTE



FMA INSTITUTE DEVELOPING FINANCIAL LEADERS



FMA FISCAL STRENGTH FOR NONPROFITS



MBAF
 MBAF CERTIFIED PUBLIC ACCOUNTANTS
 MBAF CERTIFIED PUBLIC ACCOUNTANTS, LLP
 MBAF-COLORADO CPA
 MBAF-COLORADO CPA. LLC
 MBAF CPA'S
 MBAF CPA'S, LLC
 MBAF-MARYLAND CPA
 MBAF-MARYLAND CPA, LLC
 MORRISON, BROWN, ARGIZ & FARRA
 MORRISON, BROWN, ARGIZ & FARRA, LLC
 SOLUTIONS@MBAF
 SOULTIONS@MBAF, LLC
 SOLUTIONS@MBAF, INC.
 WHITEOWL

DOMAIN NAMES

Domain Name	Expiration Date	Registrant/ Registrant Organization
mbafcpa.com	03/16/22	Privacy Protected
rampell.com	08/16/21	Rampell, A Division of MBAF (Listed as Registrant and Registrant Organization)
whiteowlintacct.com	10/10/22	Morrison Brown Argiz & Farra
apvalidate.com	03/04/22	Solutions@MBA, LLC
auditexact.com	02/26/22	Solutions@MBAF, LLC
auditvalidate.com	03/04/22	Solutions@MBAF, LLC
cpavalidate.com	03/04/22	Solutions@MBAF, LLC
crmowl.com	08/14/21	Solutions@MBAF, LLC
donorvalidate.com	03/04/22	Solutions@MBAF, LLC
flywhiteowl.com	08/14/21	Solutions@MBAF, LLC
giftvalidate.com	03/04/22	Solutions@MBAF, LLC
gowwhiteowl.com	08/14/24	Solutions@MBAF, LLC
mywhiteowl.com	08/14/21	Solutions@MBAF, LLC
owlcrm.com	08/14/21	Solutions@MBAF, LLC
satmbaf.com	08/14/21	Solutions@MBAF, LLC
simplyvalidate.com	03/04/22	Solutions@MBAF, LLC
vendorvalidate.com	03/04/22	Solutions@MBAF, LLC

Domain Name	Expiration Date	Registrant/ Registrant Organization
whiteowlcloud.com	11/05/22	Solutions@MBAF, LLC
whiteowlcrm.com	08/14/21	Solutions@MBAF, LLC
whiteowlerp.com	11/05/20	Solutions@MBAF, LLC
whiteowlsolutions.com	08/16/21	Solutions@MBAF, LLC
whowl.com	08/14/21	Solutions@MBAF, LLC
fmaonline.net	12/07/21	FMA FMA
fma.jobs	11/21/21	Fiscal Management Associates, LLC

NAMES

“MBAF”, “MBAF Certified Public Accountants, LLP”, “Morrison, Brown, Argiz & Farra, LLC”, “Solutions@MBAF, LLC”, “WhiteOwl”, “MBAF CPA’s, LLC”, “MBAF – Colorado CPA, LLC”, “MBAF – Maryland CPA, LLC” and all related names, abbreviations and derivations used in connection with the Business

Exhibit B

Assigned Contracts

See attached.

REDACTED