

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM521550

SUBMISSION TYPE:	RESUBMISSION		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
RESUBMIT DOCUMENT ID:	900493723		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
NeoSystems Corp		11/15/2017	Corporation:
RECEIVING PARTY DATA			
Name:	NeoSystems LLC		
Street Address:	1861 International Drive, Suite 200		
City:	Tysons Corner		
State/Country:	VIRGINIA		
Postal Code:	22102		
Entity Type:	Limited Liability Company: VIRGINIA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	85927769	GOVCARDCONNECT	
CORRESPONDENCE DATA			
Fax Number:	5712344948		
<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:	(571) 234-4940		
Email:	Rob.Wilson@neosystemscorp.com		
Correspondent Name:	Rob Wilson		
Address Line 1:	1861 International Drive, Ste 200		
Address Line 4:	Tysons Corner, VIRGINIA 22102		
NAME OF SUBMITTER:	Rob Wilson		
SIGNATURE:	/Rob Wilson/		
DATE SIGNED:	05/01/2019		
Total Attachments: 16			
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ARTICLES OF ENTITY CONVERSION

OF

NEOSYSTEMS, CORP.,
a Virginia corporation

The undersigned, on behalf of the corporation named below, pursuant to Title 13.1, Chapter 9, Article 12.2 of the Code of Virginia, states as follows:

FIRST: The name of the corporation immediately prior to the filing of these Articles of Entity Conversion is “NeoSystems, Corp.” (the “**Converting Corporation**”). The Converting Corporation shall convert to a Virginia limited liability company and its name shall be “NeoSystems LLC”.

SECOND: The Converting Corporation was original incorporated on January 28, 2003 as a corporation with the name “NeoSystems, Corp.”

THIRD: The plan of entity conversion, pursuant to Section 13.1-722.10 of the Code of Virginia, is attached hereto as Exhibit A (the “**Plan of Entity Conversion**”). The full text of the articles of organization of the resulting limited liability company as they will be in effect upon consummation of the conversion is attached hereto as Exhibit B.

FOURTH: The Plan of Entity Conversion was approved by the written consent of the sole shareholder of the Converting Corporation.

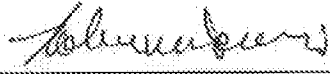
[Signatures on Following Page]

IN WITNESS WHEREOF, these Articles of Entity Conversion have been duly executed and attested on behalf of the Converting Corporation as of the 15th day of November, 2017.

ATTEST:

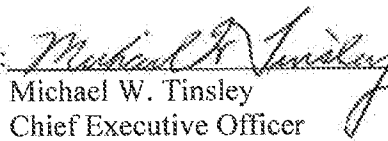
CONVERTING CORPORATION:

NEOSYSTEMS, CORP.



Robert W. Wilson, Jr.
Secretary

By:



Michael W. Tinsley
Chief Executive Officer

SCC ID No: 05905112

Signature Page to Articles of Entity Conversion

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EXHIBIT A

Plan of Entity Conversion

See Attached

PLAN OF ENTITY CONVERSION

OF

NEOSYSTEMS, CORP.,
a Virginia corporation

INTO

NEOSYSTEMS LLC
a Virginia limited liability company

November 15, 2017

This Plan of Entity Conversion (this “**Plan**”) sets forth the terms and conditions of the conversion (the “**Conversion**”) of NeoSystems, Corp., a Virginia corporation (the “**Converting Corporation**”), into NeoSystems LLC, a Virginia limited liability company (the “**Company**”). This Plan is made and entered into as of the date first above written by the Converting Corporation.

ARTICLE I

ARTICLES OF ENTITY CONVERSION; EFFECTIVE TIME OF THE CONVERSION

After adoption of this Plan by the board of directors of the Converting Corporation and subsequent approval of this Plan by the sole shareholder of the Converting Corporation, the Converting Corporation shall cause articles of entity conversion (the “**Articles**”) to be signed, verified, delivered to, and filed with the State Corporation Commission of the Commonwealth of Virginia (the “**Commission**”). The Conversion shall thereafter be effective on November 15, 2017 (the “**Effective Time**”), at which time the Converting Corporation shall cease to exist and shall be converted into the Company.

ARTICLE II

ARTICLES OF ORGANIZATION

The Articles of Organization attached hereto as Exhibit A are the articles of organization of the Company as they will be in effect immediately after consummation of the Conversion.

ARTICLE III

**CONVERSION OF SHARES OF STOCK IN THE CONVERTING CORPORATION TO
MEMBERSHIP INTERESTS IN THE COMPANY**

Immediately prior to the date of this Plan, the Converting Corporation had 4,038,531 shares of common stock outstanding, par value \$0.001 per share. The manner and basis of converting the outstanding shares of stock of the Converting Corporation into membership interests of the Company is as follows: each outstanding share of stock of the Converting Corporation will be immediately converted into 1 unit in the Company. As of the Effective

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Time, the sole shareholder of the Converting Corporation shall become the sole member of the Company.

**ARTICLE IV
EFFECT OF THE CONVERSION**

As of the Effective Time, the Company shall succeed to, without other transfer, and shall possess and enjoy, all of the rights, privileges, immunities, powers, and franchises both of a public and private nature, and be subject to all the restrictions, disabilities, and duties of the Converting Corporation, and all property, real, personal, and mixed, and all debts due to the Converting Corporation shall be vested in the Company, and the title to any real estate vested by deed or otherwise in the Converting Corporation shall not revert or be in any way impaired by reason of the Conversion; provided, however, that all the rights of creditors and all liens upon any property of the Converting Corporation shall be preserved unimpaired, limited in lien to the property affected by such liens at the Effective Time, and all debts, liabilities, and duties of the Converting Corporation shall from that time forward attach to the Company and may be enforced against it to the same extent as if the debts, liabilities, and duties had been incurred or contracted by the Company.

**ARTICLE V
AMENDMENT OF PLAN OF ENTITY CONVERSION**

Prior to the issuance of the certificate of entity conversion, the board of directors of the Converting Corporation may amend this Plan. Any amendment made subsequent to the submission of the Plan to the sole shareholder shall not alter or change any of the terms or conditions of the Plan if the change would adversely affect the shares of any class or series of the Converting Corporation.

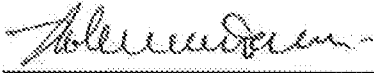
[Signatures on Following Page]

IN WITNESS WHEREOF, the undersigned have signed this Plan on this 15th day of November, 2017.

ATTEST:

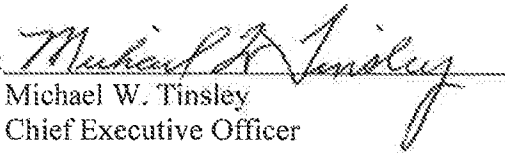
CONVERTING CORPORATION:

NEOSYSTEMS, CORP.



Robert W. Wilson, Jr.
Secretary

By:



Michael W. Tinsley
Chief Executive Officer

EXHIBIT A
Articles of Organization of NeoSystems, LLC

See Attached

**ARTICLES OF ORGANIZATION
OF
NEOSYSTEMS LLC**

Pursuant to Chapter 12 of Title 13.1 of the Code of Virginia the undersigned states as follows:

FIRST: The name of the limited liability company is “NeoSystems LLC” (the “**Company**”).

SECOND: The name of the Company’s initial registered agent is Michael W. Tinsley. The initial registered agent is an officer of a corporation that is the sole member of the Company. The initial registered agent is a resident of the Commonwealth of Virginia.

THIRD: The Company’s initial registered office address, which is identical to the business office of the initial registered agent, is 1861 International Drive, Suite 200, Tysons Corner, Virginia 22102. The registered office is located in Fairfax County.

FOURTH: The address of the principal office of the Company is 1861 International Drive, Suite 200, Tysons Corner, Virginia 22102. The principal office is located in Fairfax County.

[Signatures on Following Page]

IN WITNESS WHEREOF, the undersigned organizer has executed these Articles of Organization on this the ____ day of November, 2017.

Michael W. Tinsley

EXHIBIT B

Articles of Organization

See Attached

**ARTICLES OF ORGANIZATION
OF
NEOSYSTEMS LLC**

Pursuant to Chapter 12 of Title 13.1 of the Code of Virginia the undersigned states as follows:

FIRST: The name of the limited liability company is “NeoSystems LLC” (the “**Company**”).

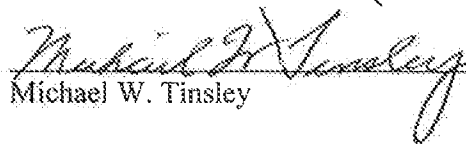
SECOND: The name of the Company’s initial registered agent is Michael W. Tinsley. The initial registered agent is an officer of a corporation that is the sole member of the Company. The initial registered agent is a resident of the Commonwealth of Virginia.

THIRD: The Company’s initial registered office address, which is identical to the business office of the initial registered agent, is 1861 International Drive, Suite 200, Tysons Corner, Virginia 22102. The registered office is located in Fairfax County.

FOURTH: The address of the principal office of the Company is 1861 International Drive, Suite 200, Tysons Corner, Virginia 22102. The principal office is located in Fairfax County.

[Signatures on Following Page]

IN WITNESS WHEREOF, the undersigned organizer has executed these Articles of Organization on this the 15th day of November, 2017.


Michael W. Tinsley



COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

Office of the Clerk

November 15, 2017

BETH EPSTEIN
UCC RETRIEVALS INC
7288 HANOVER GREEN DR
MECHANICSVILLE, VA 23111

RECEIPT

RE: NeoSystems LLC

ID: S715142 - 8

DCN: 17-11-15-1698

Dear Customer:

This is your receipt for \$100.00 covering the fees for filing articles of entity conversion with this office.

This is also your receipt for \$200.00 to cover the fee(s) for expedited service(s).

The effective date of the certificate of entity conversion is November 15, 2017. When the certificate is effective, NeoSystems, Corp. is converted to a limited liability company organized under the laws of this Commonwealth with the following name:

NeoSystems LLC

If you have any questions, please call (804) 371-9733 or toll-free in Virginia, 1-866-722-2551.

Sincerely,

Joel H. Peck
Clerk of the Commission

CNVRLRCT
CNVR
CIS0372

COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

AT RICHMOND, NOVEMBER 15, 2017

The State Corporation Commission has found the accompanying articles of entity conversion submitted on behalf of

NeoSystems, Corp.

to comply with the requirements of law and confirms payment of all required fees. Therefore, it is ORDERED that this

CERTIFICATE OF ENTITY CONVERSION

be issued and admitted to record with the articles of entity conversion and articles of organization in the Office of the Clerk of the Commission, effective November 15, 2017.

When the certificate becomes effective, NeoSystems, Corp. is deemed to be a limited liability company organized under the laws of this Commonwealth with the name

NeoSystems LLC

The limited liability company is granted the authority conferred on it by law in accordance with its articles of organization, subject to the conditions and restrictions imposed by law.

STATE CORPORATION COMMISSION

By



Judith Williams Jagdmann
Commissioner

CNVRLACT
CIS0372
17-11-15-1698

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Commonwealth of Virginia



STATE CORPORATION COMMISSION

Richmond, November 15, 2017

This is to certify that the certificate of entity conversion of

NeoSystems LLC

was this day issued and admitted to record in this office and that the said limited liability company is authorized to transact its business subject to all Virginia laws applicable to the company and its business. Effective date: November 15, 2017



State Corporation Commission

Attest:

Joel H. Beck
Clerk of the Commission