

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM645014

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Octo Consulting Group, Inc.		04/26/2019	Corporation: VIRGINIA
RECEIVING PARTY DATA			
Name:	Octo Consulting Group, LLC.		
Street Address:	10780 Parkridge Blvd.		
City:	Reston		
State/Country:	VIRGINIA		
Postal Code:	20191		
Entity Type:	Limited Liability Company: VIRGINIA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	86228229	OCTO CONSULTING GROUP	
CORRESPONDENCE DATA			
Fax Number:	7036841157		
<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:	703-684-1120		
Email:	ptomail@mmpiaw.com, khuber@mmpiaw.com		
Correspondent Name:	Mattingly & Malur PC - Square		
Address Line 1:	1800 Diagonal Road, Suite 210		
Address Line 4:	Alexandria, VIRGINIA 22314		
NAME OF SUBMITTER:	Shrinath Malur		
SIGNATURE:	/Shrinath Malur/		
DATE SIGNED:	05/07/2021		
Total Attachments: 9			
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**ARTICLES OF ENTITY CONVERSION OF
OCTO CONSULTING GROUP, INC.**

The undersigned, on behalf of Octo Consulting Group, Inc. (the "*Corporation*"), pursuant to Title 13.1, Chapter 9, Article 12.2 of the Code of Virginia, states as follows:

1. The name of the Corporation immediately prior to the filing of these Articles of Entity Conversion is Octo Consulting Group, Inc. The Corporation shall convert to a Virginia limited liability company and its name shall be Octo Consulting Group, LLC.
2. The Corporation was originally incorporated on June 9, 2006 as a Virginia corporation under the name Octo Consulting Group, Inc.
3. The Plan of Entity Conversion, pursuant to § 13.1-722.10 of the Code of Virginia, is attached hereto as Attachment A:
4. The Plan of Entity Conversion was approved and adopted by the Corporation's Board of Directors and the written consent of the Corporation's sole shareholder on April 24, 2019.

[Signature Pages Follows]

Signed in the name of Octo Consulting Group, Inc. by:

By: 

Name: Michael Saughers

Title: Chief Executive Officer

Date: April 5, 2009

SCC ID no. 06590674

SIGNATURE PAGE
ARTICLES OF ENTITY CONVERSION OF
OCTO CONSULTING GROUP, INC.

4832-8545-1155.v2

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ATTACHMENT A
PLAN OF ENTITY CONVERSION

4832-8345-1133.v2

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PLAN OF ENTITY CONVERSION
OF

OCTO CONSULTING GROUP, INC.
(a Virginia corporation)

INTO

OCTO CONSULTING GROUP, LLC
(a Virginia limited liability company)

-0659967-4
N/D

Pursuant to Section 13.1-722.8 *et seq.* of the Virginia Stock Corporation Act and this Plan of Entity Conversion, Octo Consulting Group, Inc., a Virginia corporation, shall be converted into a Virginia limited liability company, on the following terms and conditions:

1. The name of the organization before conversion is Octo Consulting Group, Inc., and the form of the organization before conversion is a Virginia corporation.
2. The name of the organization after conversion is Octo Consulting Group, LLC, and the form of the organization after conversion is a Virginia limited liability company.
3. The terms and conditions of the conversion, including the manner and basis of converting the shares of Octo Consulting Group, Inc. into units of membership interests of Octo Consulting Group, LLC, preserving the ownership proportion and relative rights, preferences and limitations of each such share, are as follows:

(a) Upon the effective time of the conversion, (i) each issued and outstanding share of Class A Voting Common Stock of the converting corporation, Octo Consulting Group, Inc., all of which are held by its sole shareholder, Sanghani Holdings, Inc., shall be automatically converted, without further action on the part of such sole shareholder or any other party, into one (1) unit of membership interest in the resulting limited liability company, Octo Consulting Group, LLC and (ii) each issued and outstanding share of Class B Non-Voting Common Stock of the converting corporation, Octo Consulting Group, Inc., all of which are held by its sole shareholder, Sanghani Holdings, Inc., shall be automatically converted, without further action on the part of sole shareholder or any other party, into one (1) unit of membership interest in the resulting limited liability company, Octo Consulting Group, LLC;

(b) Octo Consulting Group, LLC shall exist as a limited liability company under the laws of the Commonwealth of Virginia, with all the rights and obligations of such surviving entity as are provided under the Virginia Limited Liability Company Act;

(c) Title to all property and assets owned by Octo Consulting Group, Inc. shall be vested Octo Consulting Group, LLC without reversion or impairment; and

(d) Octo Consulting Group, LLC shall have all the liabilities of Octo Consulting Group, Inc.

4. The conversion shall be effective upon the Virginia State Corporation Commission's issuance of a certificate of entity conversion.

5. The form of the Articles of Organization of Octo Consulting Group, LLC is attached as Exhibit A to this Plan of Entity Conversion.

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EXHIBIT A TO PLAN OF ENTITY CONVERSION

ARTICLES OF ORGANIZATION

A-1

4811-6359-0547.v2

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Form
LLC-1011

(Rev. 12/28/17)

Virginia State
Corporation
Commission



Articles of Organization Virginia Limited Liability Company

▶ See instructions that follow

Filing Fee:
\$100.00

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

Article I

The name of the limited liability company ("the company") is:

Octo Consulting Group, LLC

(The name must contain the words limited company or limited liability company or the abbreviation LC, LC, LLC, or LLC)

Article II

A. The name of the company's initial registered agent is:

CT Corporation System ✓ *FOO 490 90*

B. The initial registered agent is (mark appropriate box):

- (1) an **INDIVIDUAL** who is a resident of Virginia and
 - a member or manager of the limited liability company.
 - a member or manager of a limited liability company that is a member or manager of the limited liability company.
 - an officer or director of a corporation that is a member or manager of the limited liability company.
 - a general partner of a general or limited partnership that is a member or manager of the limited liability company.
 - a trustee of a trust that is a member or manager of the limited liability company.
 - a member of the Virginia State Bar.

OR

- (2) a domestic or foreign stock or nonstock corporation, limited liability company or registered limited liability partnership authorized to transact business in Virginia.

Article III

A. The company's initial registered office address, including the street and number, if any, which is identical to the business office of the initial registered agent, is

4701 Cox Road, Suite 285 **Glen Allen** **VA 23060**
(number/street) (city or town) (state) (zip)

B. The registered office is located in the county or city of **Henrico**

Article IV

The company's principal office address, including the street and number, is

10780 Parkridge Blvd **Reston** **VA 20191**
(number/street) (city or town) (state) (zip)

Signature(s) of Organizer(s):

Signature	Printed Name	Date	Telephone No. (optional)
	Mehul Sanghani	4/25/2019	

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COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

AT RICHMOND, APRIL 25, 2019

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

Octo Consulting Group, Inc.

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 April 25, 2019.

When the certificate becomes effective, Octo Consulting Group, Inc. is deemed to be a limited liability company organized under the laws of this Commonwealth with the name

Octo Consulting Group, 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

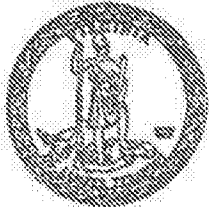


Judith Williams Jagdmann
Commissioner

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CIS0336
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Commonwealth of Virginia



State Corporation Commission

I Certify the Following from the Records of the Commission:

The foregoing is a true copy of all documents on file in the Clerk's Office of the Commission relating to the conversion of Octo Consulting Group, LLC from a Virginia corporation to a Virginia limited liability company.

Nothing more is hereby certified.



*Signed and Sealed at Richmond on this Date:
April 26, 2019*

Joel H. Beck
Joel H. Beck, Clerk of the Commission

CISDJD

RECORDED: 05/07/2021

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