



August 28, 2018

General Services Administration

Re: Opinion in Support of Change-of-Name Agreement

Dear Mr. Carlos Stewart:

We are acting as counsel for ASI Government, LLC, a limited liability company formed under the laws of the Commonwealth of Virginia (the “**Company**”). The Company has changed its name from ASI Government, Inc. to ASI Government, LLC (the “**Change-of-Name**”) pursuant to Articles of Entity Conversion filed with the State Corporation Commission of the Commonwealth of Virginia. The Change-of-Name became effective February 17, 2017 (the “**Effective Date**”).

We have examined a certified copy of executed counterparts of the following documents (collectively, the “**Change-of-Name Documents**”):

- (i) Written Consent of the Sole Stockholder of ASI Government, Inc., approving conversion of ASI Government, Inc. into ASI Government, LLC, executed February 17, 2017;
- (ii) Articles of Entity Conversion, executed February 16, 2017;
- (iii) Articles of Organization, dated February 16, 2017; and
- (iv) Certificate of Entity Conversion issued by the State Corporation Commission of the Commonwealth of Virginia, dated February 17, 2017, evidencing the change of name from ASI Government, Inc. to ASI Government, LLC effective February 17, 2017.

The opinions in paragraph 1 below are based solely on our review of the Change-of-Name Documents.

In reaching the opinions in paragraph 1 below, we have assumed that (A) each entity that is a party to the Change-of-Name Documents (other than the Company) is a duly organized or duly formed entity and is validly existing and in good standing; (B) each party to the Change-of-Name Documents (other than the Company) has duly and validly executed and delivered each instrument, document and agreement to which it is a signatory and that its obligations are its legal, valid and binding obligations, enforceable in accordance with their respective terms; (C) each person executing any instrument, document or agreement on behalf of any party (other than the Company) is duly authorized to do so; and (D) each natural person executing any instrument, document or agreement referred to in this letter is legally competent to do so.

In our examination of documents for purposes of this letter, we have assumed that (x) all signatures on all documents submitted to us for examination are genuine; (y) all original documents submitted to us for examination are authentic; and (z) all copies of documents

submitted to us for examination conform to the originals.

We are admitted to practice law in the Commonwealth of Virginia. We have not made an independent review of the laws of any state or jurisdiction other than the laws of the Commonwealth of Virginia and the federal laws of the United States of America. Accordingly, we express no opinion as to the laws of any state or jurisdiction other than the laws of the Commonwealth of Virginia and the federal laws of the United States of America. We express no opinion as to whether the laws of any particular jurisdiction apply, and no opinion to the extent that the laws of any jurisdiction other than those identified in this paragraph are applicable to the Change-of-Name Documents or the transactions contemplated thereby.

Based on and subject to the foregoing and the exceptions and qualifications set forth herein and below, it is our opinion that:

1. The Change-of-Name was properly effected under Applicable Law as of the Effective Date (i.e., February 17, 2017).

The opinion set forth above is subject to the qualification that the effectiveness of the Change-of-Name Documents may be limited by applicable principles of equity, and applicable bankruptcy, insolvency, recordation, moratorium, and other laws affecting the rights of creditors generally, whether such principles are applied by a court of equity or a court of law, and we express no opinion on whether a court would grant specific performance, injunctive relief or any other equitable remedy.

The opinions expressed in this letter are solely for use in connection with the Change-of-Name Agreement submitted to the United States Government by the Company. These opinions may not be relied on by any other persons, may not be quoted in whole or in part, and may not be filed with any other governmental agency, in each case, without our express prior written approval. The opinions expressed in this letter are limited to the matters set forth in this letter, and no other opinions should be inferred beyond the matters expressly stated.

Very truly yours,

MILES & STOCKBRIDGE P.C.

