

OMB 0651-0027

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PATENT TRADEMARK

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43328-0003 and -0008 thru 0014

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

New
 Resubmission (Non-Recordation)
Document ID # _____
 Correction of PTO Error
Reel # _____ Frame # _____
 Corrective Document
Reel # _____ Frame # _____

Conveyance Type

Assignment License
 Security Agreement
 Merger
 Change of Name
Effective Date
Month Day Year
_____ 11/10/00
 Other _____

Conveying Party

____ Mark if additional names of conveying parties attached

Name Healthgrades.com, Inc.

Execution Date

11/10/00

Formerly _____

Individual General Partnership Limited Partnership Corporation
 Association Other
 Citizenship/State of Incorporation/Organization Delaware

Receiving Party

____ Mark if additional names of receiving parties attached

Name Health Grades, Inc.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 44 Union Boulevard, Suite 600

Address (line 2) Lakewood, Colorado 80228

Address (line 3) _____

Individual General Partnership Limited Partnership Association
 Corporation
 Other
 Citizenship/State of Incorporation/Organization Delaware
If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached

03/13/2001 GT0N11 00000253 75598329

FOR OFFICE USE ONLY

01 FC:481
02 FC:482

40.00 OP
175.00 OP

OMB 0651-0027

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name _____

Address (line 1) _____

Address (line 2) _____

Address (line 3) _____

Address (line 4) _____

Correspondent Name and Address

Area Code and Telephone Number (202) 467-7977

Name Travis P. Boozer, Esq.

Address (line 1) MORGAN, LEWIS & BOCKIUS LLP, Attn: TMSU

Address (line 2) 1800 M Street, N.W.

Address (line 3) Washington, D.C. 20036-5869

Pages Enter the total number of pages of the attached conveyance document including any attachments.

3

Trademark Application Number(s) or Registration Number(s)

Trademark Application Number(s)

See Schedule A

Registration Number(s)

Number of Properties Enter the total number of properties involved. # 8

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$ 215.00
Method of Payment: Enclosed X Deposit Account _____

(Enter for payment by deposit account or if additional fees can be charged to the account.) Deposit Account Number: 13-4520
Authorization to charge additional fees: Yes X No _____

Statement and Signature

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. Charges to deposit account are authorized, as indicated herein.

Travis P. Boozer
Name of Person Signing

Travis P. Boozer
Signature

5
March 7, 2001
Date Signed



Schedule A

| MARK | SERIALNUMBER |
|-------------------------------|---------------------|
| THE HEALTHCARE RATING EXPERTS | 75/598,329 |
| PHYSICIANREPORTCARDS.COM | 75/843,732 |
| PHYSICIANREPORTCARDS | 75/843,734 |
| DENTISTREPORTCARDS.COM | 75/843,733 |
| PROVIDERWEB.NET | 75/693,864 |
| HEALTHGRADES.COM | 75/693,865 |
| HEALTHGRADES | 75/693,863 |
| HEALTHGRADES.COM Plus Design | 75/697,129 |



State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "HEALTHGRADES.COM, INC.", CHANGING ITS NAME FROM "HEALTHGRADES.COM, INC." TO "HEALTH GRADES, INC.", FILED IN THIS OFFICE ON THE THIRTEENTH DAY OF NOVEMBER, A.D. 2000, AT 8:30 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Edward J. Freel, Secretary of State

AUTHENTICATION: 0787122

DATE: 11-13-00

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CERTIFICATE OF AMENDMENT

OF THE

AMENDED AND RESTATED CERTIFICATE OF INCORPORATION

OF

HEALTHGRADES.COM, INC.

Under Section 242 of the General Corporation Law

HEALTHGRADES.COM, INC. (the "Corporation"), a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "GCL"), for the purpose of amending its Amended and Restated Certificate of Incorporation pursuant to Section 242 of the GCL does hereby certify as follows:

1. Article 1 of the Amended and Restated Certificate of Incorporation of the Corporation is hereby amended to read in its entirety as follows:

"1. Corporate Name. The name of the Corporation is Health Grades, Inc."

2. The amendment set forth above has been duly adopted in accordance with the provisions of Section 242 of the Delaware General Corporation Law.

IN WITNESS WHEREOF, the corporation has caused this Certificate of Amendment of the Amended and Restated Certificate of Incorporation to be duly adopted and executed in its corporate name and on its behalf by its duly authorized officer as of the 10th day of November, 2000.

Patrick Jaeckle
Secretary