

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER

CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Freedom Drug Stores, Inc.		07/01/2003	CORPORATION: TEXAS

RECEIVING PARTY DATA	
Name:	FDS, Inc.
Street Address:	2601 Scott Avenue, Suite 601
City:	Fort Worth
State/Country:	TEXAS
Postal Code:	76103
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 4		
Property Type	Number	Word Mark
Serial Number:	78194922	PAYOR'S HIGHEST RESPONSE
Serial Number:	78225271	COMPLYCARE
Serial Number:	78225274	COMPLYCHEK
Serial Number:	78225278	DATA VOLUME REBATE BY UNIT

CORRESPONDENCE DATA	
Fax Number:	(713)222-3287
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	(713) 221-3301
Email:	james.bradley@bracepatt.com
Correspondent Name:	James E. Bradley
Address Line 1:	P.O. Box 61389
Address Line 4:	Houston, TEXAS 77208-1389

ATTORNEY DOCKET NUMBER:	1842JB.026831
NAME OF SUBMITTER:	Pam Clark

Total Attachments: 1

CH \$115.00 78194922

Delaware

PAGE 1

The First State

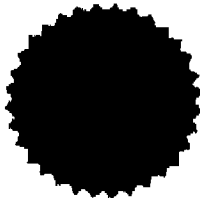
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"FREEDOM DRUG STORES, INC.", A TEXAS CORPORATION,

WITH AND INTO "FDS, INC." UNDER THE NAME OF "FDS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SEVENTH DAY OF JUNE, A.D. 2003, AT 8:52 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE FIRST DAY OF JULY, A.D. 2003, AT 12:01 O'CLOCK A.M.

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



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 2504745

DATE: 07-01-03