

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:

NEW ASSIGNMENT

NATURE OF CONVEYANCE:

CHANGE OF NAME

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Health International Inc.		06/21/2004	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	SHPS Health Management Solutions, Inc.
Street Address:	11405 Bluegrass Parkway
City:	Louisville
State/Country:	KENTUCKY
Postal Code:	40299
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 5

Property Type	Number	Word Mark
Registration Number:	1574030	CAREWISE
Registration Number:	2012144	BABYWISE
Registration Number:	2023280	CARESUPPORT
Registration Number:	2023281	LIVINGWISE
Registration Number:	2805695	

CORRESPONDENCE DATA

Fax Number: (502)581-1087

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 502-589-5400

Email: cstewart@fbtlaw.com

Correspondent Name: Cynthia L. Stewart Frost Brown Todd LLC

Address Line 1: 400 West Market Street

Address Line 2: 32nd Floor

Address Line 4: Louisville, KENTUCKY 40202-3363

ATTORNEY DOCKET NUMBER:

CHANGE OF NAME SHPS

NAME OF SUBMITTER:

Cynthia L. Stewart

TRADEMARK

900013846

REEL: 002953 FRAME: 0146

CH \$140.00 1574030

Total Attachments: 2

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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 AMENDMENT OF "HEALTH INTERNATIONAL INC.", CHANGING ITS NAME FROM "HEALTH INTERNATIONAL INC." TO "SHPS HEALTH MANAGEMENT SOLUTIONS, INC.", FILED IN THIS OFFICE ON THE FIRST DAY OF SEPTEMBER, A.D. 2004, AT 1:44 O'CLOCK P.M.

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



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

2122647 8100

040637940

AUTHENTICATION: 3328403

DATE: 09-01-04

TRADEMARK

REEL: 002953 FRAME: 0148

**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
HEALTH INTERNATIONAL INC.**

State of Delaware
Secretary of State
Division of Corporations
Delivered 01:44 PM 09/01/2004
FILED 01:44 PM 09/01/2004
SRV 040637940 - 2122647 FILE

1. The name of the corporation is Health International Inc. (the "Corporation").
2. The first and fourth paragraph of the Corporation's Certificate of Incorporation are hereby amended so that as amended (the "Amendments") the first and fourth paragraphs shall read in their entirety as follows:

FIRST: The name of this Corporation is SHPS Health Management Solutions, Inc.

FOURTH: The total number of shares of stock which the Corporation shall have authority to issue is one hundred (100) shares of Common Stock, par value \$0.10 per share.

3. The Amendments set forth above were duly adopted in accordance with the provisions of DGCL § 242.

IN WITNESS WHEREOF, Health International, Inc. has caused this Certificate to be signed by its duly authorized officer, this 21st day of June, 2004.

By: David P. Haick
Name: David P. Haick
Title: General Counsel and Secretary

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