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

900013846

(502)581-1087 Fax Number:

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

502-589-5400 Phone:

Email: cstewart@fbtlaw.com

Cynthia L. Stewart Frost Brown Todd LLC Correspondent Name:

400 West Market Street Address Line 1:

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 **REEL: 002953 FRAME: 0146**

Total Attachments: 2

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TRADEMARK REEL: 002953 FRAME: 0147

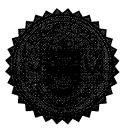


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The First State

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.



Darriet Smith Windson

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3328403

DATE: 09-01-04

TRADEMARK REEL: 002953 FRAME: 0148

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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

CERTIFICATE OF AMENDMENT OF

CERTIFICATE OF INCORPORATION OF HEALTH INTERNATIONAL INC.

- 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. Haik
Name: David P. Haick

Title: General Council and Socretary

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RECORDED: 10/08/2004

TRADEMARK REEL: 002953 FRAME: 0149