

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	08/17/2004

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
MinuteClinic, Inc.	FORMERLY Quickmedx, Inc.	08/17/2004	CORPORATION: MINNESOTA

**RECEIVING PARTY DATA**

Name:	MinuteClinic, Inc.
Street Address:	333 Washington Avenue N
Internal Address:	Suite 5000
City:	Minneapolis
State/Country:	MINNESOTA
Postal Code:	55401
Entity Type:	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 3**

Property Type	Number	Word Mark
Serial Number:	78300323	MINUTECLINIC
Serial Number:	78313349	YOUR NEIGHBORHOOD. YOUR SCHEDULE.
Serial Number:	78313339	YOU'RE SICK. WE'RE QUICK.

**CORRESPONDENCE DATA**

Fax Number: (612)492-7077  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 612-492-7266  
 Email: msennes@fredlaw.com  
 Correspondent Name: Mary Sennes  
 Address Line 1: 200 South Sixth Street  
 Address Line 2: Suite 4000  
 Address Line 4: Minneapolis, MINNESOTA 55402

NAME OF SUBMITTER:	Mary G Sennes
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**TRADEMARK**

Signature:	/mgs/
Date:	06/27/2006
Total Attachments: 5 source=MergerDocs#page1.tif source=MergerDocs#page2.tif source=MergerDocs#page3.tif source=MergerDocs#page4.tif source=MergerDocs#page5.tif	

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State of Minnesota

**SECRETARY OF STATE**

Certificate of Merger

I, Mary Kiffmeyer, Secretary of State of Minnesota, certify that: the documents required to effectuate a merger between the entities listed below and designating the surviving entity have been filed in this office on the date noted on this certificate; and the qualification of any non-surviving entity to do business in Minnesota is terminated on the effective date of this merger.

Merger Filed Pursuant to Minnesota Statutes, Chapter: 302A

State of Formation and Names of Merging Entities:

MN: MINUTECLINIC, INC.

DE: MINUTECLINIC, INC.

State of Formation and Name of Surviving Entity:

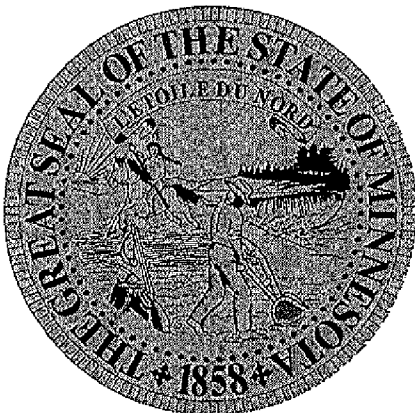
DE: MINUTECLINIC, INC.

Effective Date of Merger: August 17, 2004

Name of Surviving Entity After Effective Date of Merger:

MINUTECLINIC, INC.

This certificate has been issued on: August 17, 2004.



*Mary Kiffmeyer*  
Secretary of State

TRADEMARK

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**ARTICLES OF MERGER  
OF  
MINUTECLINIC, INC.  
(a Minnesota corporation)  
AND  
MINUTECLINIC, INC.  
(a Delaware corporation)**

Pursuant to the provisions of the Minnesota Business Corporation Act governing the merger of a domestic corporation for profit into a foreign corporation for profit, the corporations hereinafter named do hereby adopt the following Articles of Merger

FIRST: The names of the merging corporations are MinuteClinic, Inc , a Minnesota corporation (the "Merged Corporation"), which is subject to the provisions of the Minnesota Business Corporation Act, and MinuteClinic, Inc., a Delaware corporation (the "Surviving Corporation") ✓

SECOND: Attached hereto and made a part hereof is the Plan of Merger for merging the Merged Corporation with and into the Surviving Corporation as set forth in a resolution approved by the affirmative vote of at least a majority of the Board of Directors of the Merged Corporation. ✓

THIRD: The Plan of Merger has been approved by the Merged Corporation pursuant to Chapter 302A, Minnesota Statutes. ✓

FOURTH: The laws of the jurisdiction of organization of the Surviving Corporation permit the merger of a corporation for profit of another jurisdiction with and into a corporation for profit of the jurisdiction of organization of the Surviving Corporation; and the merger of the Merged Corporation with and into the Surviving Corporation is in compliance with the laws of the state of Delaware

FIFTH: The Surviving Corporation will continue its existence under the name MinuteClinic, Inc. pursuant to the provisions of the laws of the state of Delaware. ✓

SIXTH: The Surviving Corporation does hereby agree that it may be served with process in the State of Minnesota in a proceeding for the enforcement of an obligation of the Merged Corporation and the Surviving Corporation and in a proceeding for the enforcement of the rights of a dissenting shareholder of the Merged Corporation and the Surviving Corporation against the Surviving Corporation; does hereby irrevocably appoint the Secretary of State of the State of Minnesota as its agent to accept service of process in any proceeding; and does hereby agree that it will promptly pay to the dissenting shareholders of the Merged Corporation and the Surviving Corporation the amount, if any, to which they are entitled under the provisions of Section 302A 473 of the Minnesota Business Corporation Act with respect to the rights of dissenting shareholders. ✓

SEVENTH: The address to which process may be forwarded is as follows: MinuteClinic, Inc., 5000 Union Plaza, 333 Washington Avenue North, Minneapolis, Minnesota 55401. ✓

I certify that I am authorized to execute the document and I further certify that I understand that by signing this document, I am subject to the penalties of perjury as set forth in section 609 48 as if I had signed this document under oath.

Executed on this 17<sup>th</sup> day of August, 2004.

MINUTECLINIC, INC , Minnesota



By: Linda Hall Whitman, Ph.D.

Its: Chief Executive Officer

MINUTECLINIC, INC., Delaware



By: Linda Hall Whitman, Ph.D.

Its: Chief Executive Officer

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STATE OF MINNESOTA  
DEPARTMENT OF STATE  
FILED

AUG 17 2004 *L*

*Mary Hoffberger*  
Secretary of State

**CERTIFICATE OF MERGER**  
**OF**  
**MINUTECLINIC, INC.**  
(a Minnesota corporation)  
**AND**  
**MINUTECLINIC, INC.**  
(a Delaware corporation)

It is hereby certified that:

1. The constituent business corporations participating in the merger herein certified are:

(i) MinuteClinic, Inc., which is incorporated under the laws of the State of Minnesota (the "Merged Corporation"); and

(ii) MinuteClinic, Inc., which is incorporated under the laws of the State of Delaware (the "Surviving Corporation").

2. An Agreement of Merger has been approved, adopted, certified, executed, and acknowledged by each of the aforesaid constituent corporations in accordance with the provisions of subsection (c) of Section 252 of the Delaware General Corporation Law, to wit, by the Merged Corporation in accordance with the laws of the State of Minnesota and by the Surviving Corporation in the same manner as is provided in Section 251 of the Delaware General Corporation Law.

3. The name of the surviving corporation in the merger herein certified is MinuteClinic, Inc., which will continue its existence as said Surviving Corporation under its present name upon the effective date of said merger pursuant to the provisions of the Delaware General Corporation Law.

4. The Certificate of Incorporation of the Surviving Corporation, as now in force and effect, shall continue to be the Certificate of Incorporation of said surviving corporation until amended and changed pursuant to the provisions of the Delaware General Corporation Law

5. The executed Agreement of Merger between the aforesaid constituent corporations is on file at the principal place of business of the aforesaid Surviving Corporation, the address of which is as follows:

5000 Union Plaza  
333 Washington Avenue North  
Minneapolis, MN 55401

6. A copy of the aforesaid Agreement of Merger will be furnished by the

aforesaid Surviving Corporation, on request, and without cost, to any stockholder of each of the aforesaid constituent corporations.

7. The authorized capital stock of the Merged Corporation consists of Twenty Eight Million Five Hundred Fifty Four Thousand Thirty Five (28,554,035) shares of a par value of \$0.01 each.

Executed on this 17<sup>th</sup> day of August, 2004.

MINUTECLINIC, INC., Delaware



By: Linda Hall Whitman, Ph.D.

Its: Chief Executive Officer

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