

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	09/23/2005

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Pinnacle Medicine, Inc.		09/12/2005	CORPORATION: ARIZONA

RECEIVING PARTY DATA

Name:	NextCare, Inc.
Street Address:	2550 N. Thunderbird Circle, Suite 303
City:	Mesa
State/Country:	ARIZONA
Postal Code:	85215
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	2164678	NEXTCARE

CORRESPONDENCE DATA

Fax Number: (602)916-5651
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Email: ip@fclaw.com
 Correspondent Name: Stacie K. Smith
 Address Line 1: 3003 N. Central Avenue, Suite 2600
 Address Line 4: Phoenix, ARIZONA 85012

ATTORNEY DOCKET NUMBER:	99031.083
NAME OF SUBMITTER:	Stacie K. Smith
Signature:	/Stacie K. Smith/ssb/
Date:	07/12/2006

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Total Attachments: 4

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Delaware

PAGE 1

The First State

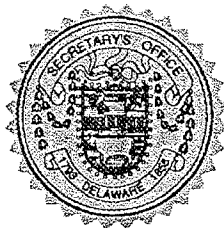
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"PINNACLE MEDICINE, INC.", A ARIZONA CORPORATION,
WITH AND INTO "NEXTCARE, INC." UNDER THE NAME OF "NEXTCARE, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-THIRD DAY OF SEPTEMBER, A.D. 2005, AT 8:34 O'CLOCK A.M.

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

4030594 8100M

050779700



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 4177085

DATE: 09-23-05

TRADEMARK
REEL: 003346 FRAME: 0484

STATE OF DELAWARE
CERTIFICATE OF MERGER
OF
PINNACLE MEDICINE, INC.
INTO
NEXTCARE, INC.

Pursuant to Title 8, Section 252 of the Delaware General Corporation Law, the undersigned corporation executed the following Certificate of Merger:

- First. The name of the surviving corporation is NextCare, Inc., a Delaware corporation, and the name of the corporation being merged into this surviving corporation is Pinnacle Medicine, Inc., an Arizona corporation.
- Second. The Plan and Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of section 252 of the General Corporation Law of Delaware.
- Third. The name of the surviving corporation of the merger is NextCare, Inc., a Delaware corporation.
- Fourth. The Certificate of Incorporation of NextCare, Inc., a Delaware corporation, as now in force and effect, shall continue to be the Certificate of Incorporation of said surviving corporation under its present name upon the effective date of said merger pursuant to the provisions of the General Corporation Law of the State of Delaware.
- Fifth. The merger is to become effective on the date and time of filing with the Delaware Secretary of State.
- Sixth. The executed Plan and Agreement of Merger between the aforesaid constituent corporations is on file at an office, which is the place of business of the surviving corporation, the address of which is 2550 North Thunderbird Circle, Suite 303, Mesa, Arizona 85215.

Seventh. A copy of the Plan and Agreement of Merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporations.

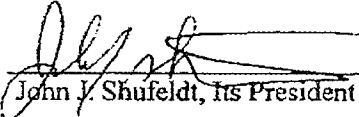
Eighth. The authorized capital stock of aforesaid foreign corporation, which is a party to the merger, is as follows:

<u>Corporation</u>	<u>Class</u>	<u>Number of Shares</u>	<u>Par value per share</u>
Pinnacle Medicine, Inc.	Class A Common Stock	500	\$1.00
	Class B Common Stock	2,000	\$1.00

[Signature Page to Follow]

IN WITNESS WHEREOF, the undersigned executed this Certificate of Merger dated September 12, 2005.

NEXTCARE, INC., the surviving corporation

By: 
John J. Shufeldt, Its President

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