

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	10/31/2001

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Health Services Corporation of America		10/31/2001	CORPORATION: DELAWARE
MedAssets Insource, Inc.	FORMERLY Cohrs Inc.	10/31/2001	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	MedAssets HSCA, Inc.
Street Address:	100 North Point Center East
Internal Address:	Suite 150
City:	Alpharetta
State/Country:	GEORGIA
Postal Code:	30022
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	1451230	PURCHASE CONNECTION

CORRESPONDENCE DATA

Fax Number: (404)250-1708
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 404 257 1708
 Email: joan@joandillonlaw.com
 Correspondent Name: Joan L. Dillon
 Address Line 1: 3530 Ashford Dunwoody Road
 Address Line 2: PMB 235
 Address Line 4: Atlanta, GEORGIA 30022

ATTORNEY DOCKET NUMBER:	MAINSOURCE-MAHSCA
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OP \$40.00 1451230

NAME OF SUBMITTER:	Joan L. Dillon
Signature:	/Joan L. Dillon/
Date:	10/20/2006
Total Attachments: 2 source=HSCA-MedAHSCA#page1.tif source=HSCA-MedAHSCA#page2.tif	

**CERTIFICATE OF MERGER
OF
MEDASSETS INSOURCE, INC.
WITH AND INTO
HEALTH SERVICES CORPORATION OF AMERICA**

**(PURSUANT TO SECTION 251 OF THE GENERAL
CORPORATION LAW OF THE STATE OF DELAWARE)**

It is hereby certified that:

1. The name and state of incorporation of each of the constituent corporations participating in the merger herein certified are as follows:

(i) Health Services Corporation of America, which is a corporation incorporated under the laws of the State of Delaware ("HSCA"); and

(ii) MedAssets InSource, Inc., which is a corporation incorporated under the laws of the State of Delaware ("InSource").

2. An Agreement and Plan of Merger has been approved, adopted, certified, executed and acknowledged by HSCA and InSource in accordance with Section 251 of the General Corporation Law of the State of Delaware.

3. The name of the surviving corporation in the merger herein certified is Health Services Corporation of America, which will continue its existence as said surviving corporation under the name MedAssets HSCA, Inc. upon the effective date of said merger pursuant to the provisions of the General Corporation Law of the State of Delaware.

4. The Certificate of Incorporation of HSCA shall continue to be the Certificate of Incorporation of said surviving corporation until amended pursuant to the provisions of the General Corporation Law of the State of Delaware; provided, however that Article I of the Certificate of Incorporation shall be amended and restated in its entirety as follows:

"ARTICLE I.

NAME

The name of the corporation is: **MEDASSETS HSCA, INC."**

5. The executed Agreement and Plan of Merger between HSCA and InSource is on file at the principal place of business of the aforesaid surviving corporation, the address of which is MedAssets HSCA, Inc., 100 North Point Center East, Suite 150, Alpharetta, Georgia 30022.

6. A copy of the aforesaid Agreement and Plan of Merger will be furnished by the aforesaid surviving corporation, on request and without cost, to any stockholder of HSCA or InSource.

IN WITNESS WHEREOF, each of the undersigned have caused this Certificate of Merger to be signed in its corporate name and on its behalf by its duly authorized officer, as of October 31, 2001.

HEALTH SERVICES CORPORATION
OF AMERICA

By: /s/ Jonathan H. Glenn
Name: Jonathan H. Glenn
Title: Vice President

MEDASSETS INSOURCE, INC.

By: /s/ Jonathan H. Glenn
Name: Jonathan H. Glenn
Title: Vice President