

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	CHANGE OF NAME		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Cohr Inc.		08/30/1999	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	MedAssets InSource, Inc.		
<b>Street Address:</b>	100 North Point Center East		
<b>Internal Address:</b>	Suite 200		
<b>City:</b>	Alpharetta		
<b>State/Country:</b>	GEORGIA		
<b>Postal Code:</b>	30022		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	1451230	PURCHASE CONNECTION	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(404)250-1708		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	404 257 1708		
<b>Email:</b>	joan@joandillonlaw.com		
<b>Correspondent Name:</b>	Joan L. Dillon		
<b>Address Line 1:</b>	3530 Ashford Dunwoody Road		
<b>Address Line 2:</b>	PMB 235		
<b>Address Line 4:</b>	Atlanta, GEORGIA 30319		
<b>ATTORNEY DOCKET NUMBER:</b>	COHRS TO MA INSOURCE		
<b>NAME OF SUBMITTER:</b>	Joan L. Dillon		
<b>Signature:</b>	/Joan L. Dillon/		

OP \$40.00 1451230

Date:

10/20/2006

Total Attachments: 2

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CERTIFICATE OF AMENDMENT  
OF  
CERTIFICATE OF INCORPORATION  
OF  
COHR INC.

COHR Inc. (the "Corporation"), a Delaware corporation, certifies as follows:

1. At a duly called meeting of the Corporation's Board of Directors held on August 30, 1999, at which a quorum was present at all times, the Board of Directors adopted and declared advisable the amendment to the Corporation's Certificate of Incorporation described in Paragraph 3.

2. In lieu of a meeting and vote of the stockholders, the stockholders of the Corporation have adopted the amendment to the Corporation's Certificate of Incorporation described in Paragraph 3 by consent in writing of holders of a majority of the outstanding shares of common stock (the minimum number of votes that would be necessary to authorize the action at a meeting at which all shares entitled to vote were present and voting).

3. The Amendment to the Corporation's Certificate of Incorporation which was adopted as described in Paragraphs 1 and 2 was to amend Article First of the Corporation's Certificate of Incorporation so that, as amended, Article First reads as follows:

"1. The name of the Corporation is MedAssets InSource, Inc."

IN WITNESS WHEREOF, I have signed this Certificate on August 30, 1999.

COHR INC.

By:   
Name: Chris Bailes  
Title: Secretary

NYA 228590.2

# Delaware

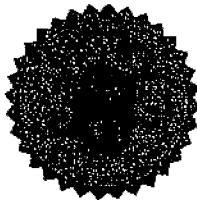
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*The First State*

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 "COHR INC.", CHANGING ITS NAME FROM "COHR INC." TO "MEDASSETS INSOURCE, INC.", FILED IN THIS OFFICE ON THE THIRTY-FIRST DAY OF AUGUST, A.D. 1999, AT 9 O'CLOCK A.M.

2575561 8100

050431387



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State  
AUTHENTICATION: 3903101

DATE: 05-25-05