

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
American Healthways, Inc.		01/23/2006	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Healthways, Inc.
Street Address:	3841 Green Hills Village Drive
Internal Address:	Suite 300
City:	Nashville
State/Country:	TENNESSEE
Postal Code:	37215
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 17

Property Type	Number	Word Mark
Registration Number:	3226699	AMERICAN HEALTHWAYS
Registration Number:	3246153	AMERICAN HEALTHWAYS
Registration Number:	3141311	DIABETES TREATMENT CENTERS OF AMERICA
Registration Number:	2960072	EMETRIX
Registration Number:	2671752	ERESIDENT
Registration Number:	2267339	HEALTH AT A GLANCE
Registration Number:	2635026	IMPROVED HEALTH IS THE OUTCOME
Registration Number:	2340914	MEDICAL MANAGEMENT IQ
Registration Number:	2542869	PATIENT POWER
Registration Number:	2523411	POPULATIONWORKS
Registration Number:	2267334	SAVARD SYSTEMS
Registration Number:	2267341	SAVARD SYSTEMS HEALTHRECORD
Registration Number:	2654174	

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Registration Number:	3148250	THE EMBRACE
Registration Number:	2730331	TRUST CHANNELS
Serial Number:	78770552	HEALTH/CARE TRUST CHANNEL
Serial Number:	78618822	HEALTHWAYS

CORRESPONDENCE DATA

Fax Number: (615)742-0410

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

Phone: 615-742-7760

Email: trademarks@bassberry.com

Correspondent Name: Robert L. Brewer

Address Line 1: 315 Deaderick Street

Address Line 2: Suite 2700

Address Line 4: Nashville, TENNESSEE 37238

ATTORNEY DOCKET NUMBER:	011211-235
NAME OF SUBMITTER:	Robert L. Brewer
Signature:	/Robert L. Brewer/
Date:	09/11/2007

Total Attachments: 3

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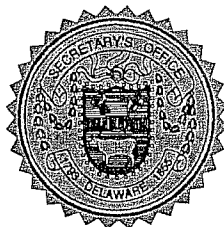
Delaware

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 AMENDMENT OF "AMERICAN HEALTHWAYS, INC.", CHANGING ITS NAME FROM "AMERICAN HEALTHWAYS, INC." TO "HEALTHWAYS, INC.", FILED IN THIS OFFICE ON THE TWENTY-FIFTH DAY OF JANUARY, A.D. 2006, AT 1:02 O'CLOCK P.M.

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



0921625 8100

060072315

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4477126

DATE: 01-25-06

TRADEMARK
REEL: 003618 FRAME: 0861

CERTIFICATE OF AMENDMENT TO THE
RESTATED CERTIFICATE OF INCORPORATION
OF
AMERICAN HEALTHWAYS, INC.

Pursuant to the provisions of Section 242 of the Delaware General Corporation Law (the "DGCL"), the undersigned corporation adopts the following Certificate of Amendment No. 2 to its Restated Certificate of Incorporation:

1. The name of the Corporation is: American Healthways, Inc.
2. The text of the amendment adopted is:

Article First shall be deleted and replaced in its entirety with the following:

"The name of the corporation (hereinafter called the "Corporation") is Healthways, Inc."

3. The amendment was duly adopted on November 11, 2005 by the Board of Directors at a duly called meeting of the Board of Directors. The amendment was duly adopted by the stockholders of the Corporation on January 19, 2006 in accordance with Section 242 of the DGCL.

Date: January 23, 2006

AMERICAN HEALTHWAYS, INC.




By: Mary A. Chaput
Name: Mary A. Chaput
Title: EVP, CFO, and Secretary

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State of Delaware
Secretary of State
Division of Corporations
Delivered 01:02 PM 01/25/2006
FILED 01:02 PM 01/25/2006
SRV 060072315 - 0921625 FILE

SCHEDULE A

Mark	Serial No./ Reg. No.	Status
AMERICAN HEALTHWAYS	3,226,699	Registered
	3,246,153	Registered
DIABETES TREATMENT CENTERS OF AMERICA	3,141,311	Registered
EMETRIX	2,960,072	Registered
ERESIDENT	2,671,752	Registered
HEALTH AT A GLANCE	2,267,339	Registered
HEALTH/CARE TRUST CHANNEL	78/770,552	Pending
HEALTHWAYS	78/618,822	Pending
IMPROVED HEALTH IS THE OUTCOME	2,635,026	Registered
MEDICAL MANAGEMENT IQ	2,340,914	Registered
PATIENT POWER	2,542,869	Registered
POPULATIONWORKS	2,523,411	Registered
	2,267,334	Registered
SAVARD SYSTEMS HEALTHRECORD	2,267,341	Registered
	2,654,174	Registered
THE EMBRACE	3,148,250	Registered
TRUST CHANNELS	2,730,331	Registered