

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	Change of Corporation Status
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CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
MINUTECLINIC, INC.		12/26/2007	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	MINUTECLINIC, L.L.C.
Street Address:	920 Second Avenue South
Internal Address:	Suite 400
City:	Minneapolis
State/Country:	MINNESOTA
Postal Code:	55402
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 7

Property Type	Number	Word Mark
Serial Number:	78300323	MINUTECLINIC
Serial Number:	78313339	YOU'RE SICK. WE'RE QUICK.
Serial Number:	78313349	YOUR NEIGHBORHOOD. YOUR SCHEDULE.
Serial Number:	78521168	T.L.C. A.S.A.P.
Serial Number:	78521177	PRESCRIPTION FOR YOUR BUSY LIFE
Serial Number:	78924364	MINUTE CLINIC
Serial Number:	78668623	MINUTE CARE

CORRESPONDENCE DATA

Fax Number: (212)308-4844
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 401.276.6405
 Email: trademark@eapdlaw.com
 Correspondent Name: JOHN E. OTTAVIANI, ESQ.
 Address Line 1: Edwards Angell Palmer & Dodge, LLP

CH \$190.00 78300323

Address Line 2: P.O.Box 130, FDR Station
Address Line 4: New York, NEW YORK 10150

ATTORNEY DOCKET NUMBER:	40510.0009
NAME OF SUBMITTER:	John E. Ottaviani
Signature:	/jeo/
Date:	04/16/2008

Total Attachments: 4
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Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "MINUTECLINIC, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "MINUTECLINIC, INC." TO "MINUTECLINIC, L.L.C.", FILED IN THIS OFFICE ON THE TWENTY-SIXTH DAY OF DECEMBER, A.D. 2007, AT 1:31 O'CLOCK P.M.

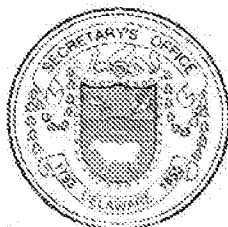
AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE THIRTIETH DAY OF DECEMBER, A.D. 2007, AT 12:02 O'CLOCK A.M.

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

3842563 8100V

071360616

You may verify this certificate online
at corp.delaware.gov/authver.shtml



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6267531

DATE: 12-27-07

TRADEMARK
REEL: 003760 FRAME: 0673

Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF CERTIFICATE OF FORMATION OF "MINUTECLINIC, L.L.C." FILED IN THIS OFFICE ON THE TWENTY-SIXTH DAY OF DECEMBER, A.D. 2007, AT 1:31 O'CLOCK P.M.

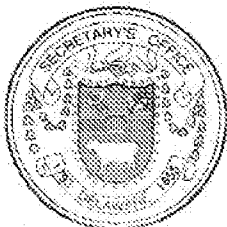
AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF FORMATION IS THE THIRTIETH DAY OF DECEMBER, A.D. 2007, AT 12:02 O'CLOCK A.M.

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

3842563 8100V

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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6267531

DATE: 12-27-07

TRADEMARK
REEL: 003760 FRAME: 0674

STATE OF DELAWARE
CERTIFICATE OF CONVERSION
FROM A CORPORATION TO A
LIMITED LIABILITY COMPANY PURSUANT TO
SECTION 18-214 OF THE LIMITED LIABILITY ACT

- 1.) The jurisdiction where the Corporation first formed is Delaware
- 2.) The jurisdiction immediately prior to filing this Certificate is Delaware
- 3.) The date the corporation first formed is August 13, 2004
- 4.) The name of the Corporation immediately prior to filing this Certificate is MinuteClinic, Inc.
- 5.) The name of the Limited Liability Company as set forth in the Certificate of Formation is MinuteClinic, L.L.C.
- 6.) The effective date and time of conversion is December 30, 2007 at 12:02 a.m.

IN WITNESS WHEREOF, the undersigned have executed this Certificate on the
30th day of November, A.D. 2007

By: Melanie E. Luker
Authorized Person

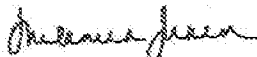
Name: Melanie E. Luker, Assistant Secretary
Print or Type

**CERTIFICATE OF FORMATION OF
MINUTECLINIC, L.L.C.**

THIS CERTIFICATE OF FORMATION OF MINUTECLINIC, L.L.C. (the "Company") is dated as of November 30, 2007 and is being executed and filed by Melanie K. Luker, as an authorized person, for the purpose of forming a limited liability company pursuant to the Delaware Limited Liability Company Act (6 Del. C. §§ 18-201 et seq.).

1. Name. The name of the Company is: MinuteClinic, L.L.C.
2. Registered Office. The address of the registered office of the Company in the State of Delaware is: 1209 Orange Street, Wilmington, Delaware 19801.
3. Registered Agent. The name and address of the registered agent for service of process on the Company in the State of Delaware is: The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, Delaware 19801.
4. Effective Time. The effective date and time of formation is December 30, 2007 at 12:02 a.m.

IN WITNESS WHEREOF, the undersigned has caused this Certificate of Formation of MinuteClinic, L.L.C. to be duly executed as of the day and year first above written.



Melanie K. Luker
Authorized Person