

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	NUNC PRO TUNC ASSIGNMENT
EFFECTIVE DATE:	10/01/2008

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Carter-Wallace, Inc.		10/01/2001	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	MedPointe Healthcare Inc.
Street Address:	265 Davidson Avenue
Internal Address:	Suite 300
City:	Somerset
State/Country:	NEW JERSEY
Postal Code:	08873-4120
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	0852595	W

CORRESPONDENCE DATA

Fax Number: (202)371-2540
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Email: tdurkin@skgf.com
 Correspondent Name: Tracy-Gene G. Durkin
 Address Line 1: 1100 New York Avenue, N.W.
 Address Line 4: Washington, DISTRICT OF COLUMBIA 20005

ATTORNEY DOCKET NUMBER:	2286.1960000
NAME OF SUBMITTER:	Jeremy M. Klass
Signature:	/jmklass/

OP \$40.00 0852595

Date:

06/20/2008

Total Attachments: 4

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Office of the Secretary of State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE SAID "C-W, INC." FILED A CERTIFICATE OF MERGER, CHANGING ITS NAME TO "CARTER-WALLACE, INC.", ON THE TWENTY-NINTH DAY OF NOVEMBER, A.D. 1968, AT 10:05 O' CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THE SAID "CARTER-WALLACE, INC." FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "MEDPOINTE HEALTHCARE INC.", ON THE FIRST DAY OF OCTOBER, A.D. 2001, AT 4:30 O' CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "MEDPOINTE HEALTHCARE INC.", IS THE LAST KNOWN TITLE OF RECORD OF THE AFORESAID CORPORATION.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 1431630

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010560555

DATE: 11-07-01

CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF INCORPORATION
OF
CARTER-WALLACE, INC.

Adopted in accordance with the provisions
of §242 of the General Corporation Law
of the State of Delaware

October 1, 2001

Beth P. Hecht, being the Secretary of Carter-Wallace, Inc., a corporation duly organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation"), does hereby certify as follows:

FIRST: That the Certificate of Incorporation of the Corporation be, and hereby is, amended by deleting Article One in its entirety and substituting in lieu thereof a new Article One to read as follows:

"**FIRST:** The name of the Corporation is MedPoints Healthcare Inc. (the "Corporation")."

SECOND: That the Certificate of Incorporation of the Corporation be, and hereby is, amended by deleting Article Four in its entirety and substituting in lieu thereof a new Article Four to read as follows:

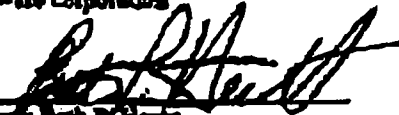
"**FOURTH:** The total number of shares of common stock that the Corporation is authorized to issue is 1,000 shares of Common Stock, per value \$0.01 per share."

THIRD: That this amendment has been duly adopted in accordance with the provisions of the General Corporation Law of the State of Delaware by the written consent of the holders of not less than a majority of each class of the outstanding stock entitled to vote thereon and that written notice of the corporate action has been given to those stockholders who have not consented in writing, all in accordance with the provisions of § 228 of the General Corporation Law of the State of Delaware.

FOURTH: This Certificate of Amendment has been executed and acknowledged, and shall be filed, in accordance with § 103 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, the undersigned does hereby certify under penalties of perjury that this Certificate of Amendment to the Certificate of Incorporation of the Corporation is the act and deed of the undersigned and the facts stated herein are true and accordingly has hereunto set his hand on the date first written above.

CARTER WALLACE, INC.
a Delaware corporation

By: 
Name: Seth D. Hester
Title: Senior Vice President, General Counsel, and Secretary

2008-06-20 10:10:10 AM