

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	05/15/2008

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Intervent USA, Inc.		05/13/2008	CORPORATION: GEORGIA

RECEIVING PARTY DATA

Name:	FutureHealth Holding Company
Street Address:	300 Clubhouse Road
Internal Address:	Suite 100
City:	Hunt Valley
State/Country:	MARYLAND
Postal Code:	21031
Entity Type:	CORPORATION: MARYLAND

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	2245568	INTERVENT

CORRESPONDENCE DATA

Fax Number: (614)677-2285
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 614.677.2467
 Email: trademark@nationwide.com
 Correspondent Name: Christine Jermann
 Address Line 1: One Nationwide Plaza
 Address Line 2: Office of General Counsel
 Address Line 4: Columbus, OHIO 43215

NAME OF SUBMITTER:	Christine Jermann
Signature:	/Christine Jermann/

Date:

08/06/2008

Total Attachments: 10

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STATE OF GEORGIA

Secretary of State

Corporations Division

315 West Tower

#2 Martin Luther King, Jr. Dr.

Atlanta, Georgia 30334-1530

CERTIFICATE OF MERGER

I, **Karen C Handel**, the Secretary of State and the Corporations Commissioner of the State of Georgia, do hereby issue this certificate pursuant to Title 14 of the Official Code of Georgia annotated certifying that articles or a certificate of merger and fees have been filed regarding the merger of the below entities, effective as of 05/14/2008. Attached is a true and correct copy of the said filing.

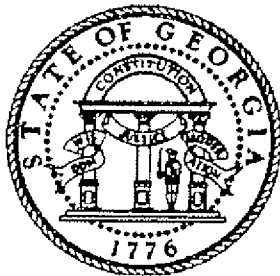
Surviving Entity:

FUTUREHEALTH HOLDING COMPANY, a Maryland Profit Corporation

Nonsurviving Entity/Entities:

INTERVENT USA, INC., a Georgia Profit Corporation

WITNESS my hand and official seal in the City of Atlanta
and the State of Georgia on May 14, 2008



A handwritten signature in black ink, appearing to read 'Karen C Handel', written in a cursive style.

Karen C Handel
Secretary of State

ARTICLES OF MERGER

2008 MAY 14 AM 11:47

Of

SECRETARY OF STATE
CORPORATIONS DIVISION

INTERVENT USA, Inc

Into

FUTUREHEALTH HOLDING COMPANY

Pursuant to the provisions of the Georgia Business Corporation Code, the undersigned corporations adopt the following articles of merger:

1. The following is the Plan and Agreement of Merger for merging INTERVENT USA, INC. ("Intervent") into FUTUREHEALTH HOLDING COMPANY ("FutureHealth"), as approved by resolutions of the Board of Directors and sole shareholder, respectively, of FutureHealth, Intervent and Nationwide Better Health, Inc. ("NBH") as the sole shareholder of Intervent and FutureHealth.

1. NBH, a Maryland corporation, which is the owner of all of the outstanding capital stock of Intervent, a Georgia corporation, hereby merges Intervent into FutureHealth, a Maryland corporation, pursuant to the provisions of the Maryland General Corporation Law and Georgia Business Corporation Code.
 2. The separate existence of Intervent shall cease at the effective time and date of merger pursuant to the provisions of the Maryland General Corporation Law and Georgia Business Corporation Code.
 3. The outstanding shares of the capital stock of the Intervent shall not be converted in any manner, but each said share which is outstanding immediately prior to the effective time and date of the merger shall be surrendered and extinguished.
2. Shareholder approval was required for the merger of Intervent USA, Inc.
3. The surviving corporation certifies that a Notice of Merger and a publishing fee of \$40 will be mailed or delivered to an authorized newspaper, as required by law.


FUTUREHEALTH HOLDING COMPANY

Date: May 13, 2008

By:


Claude B. Rosse, President

Attest:


Thomas E. Barnes, Vice President and Assistant Secretary

State of Georgia
Expedite Merger 3 Page(s)



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TRADEMARK

REEL: 003830 FRAME: 0201

Signature Page Continued - Intervent USA, Inc.

INTERVENT USA, INC.

By:

Neil F. Gordon
Neil F. Gordon, President

Attest:

Thomas E. Barnes
Thomas E. Barnes, Vice President and Assistant Secretary

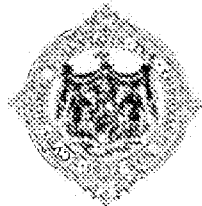
2008 MAY 14 AM 11:47
SECRETARY OF STATE
CORPORATIONS DIVISION

PLAN AND AGREEMENT OF MERGER

The following is the Plan and Agreement of Merger for merging INTERVENT USA, INC. ("Intervent") into FUTUREHEALTH HOLDING COMPANY ("FutureHealth"), as approved by resolutions of the Board of Directors of FutureHealth and Nationwide Better Health, Inc. ("NBH") as the sole shareholder of Intervent and FutureHealth.

1. NBH, a Maryland corporation, which is the owner of all of the outstanding capital stock of Intervent, a Georgia corporation, hereby merges Intervent into the FutureHealth, a Maryland corporation, pursuant to the provisions of the Maryland General Corporation Law and Georgia Corporation Law.
2. The separate existence of Intervent shall cease at the effective time and date of merger pursuant to the provisions of the Georgia Corporation Law.
3. The outstanding shares of the capital stock of the Intervent shall not be converted in any manner, but each said share which is outstanding immediately prior to the effective time and date of the merger shall be surrendered and extinguished.

State of Maryland
Department of
Assessments and Taxation



Martin O'Malley
Governor

C. John Sullivan, Jr.
Director

Paul B. Anderson
Administrator

Charter Division

Date: 05/15/2008

THE CORPORATION TRUST INCORPORATED
300 E LOMBARD ST
BALTIMORE MD 21202-3219

THIS LETTER IS TO CONFIRM ACCEPTANCE OF THE FOLLOWING FILING:

ENTITY NAME : FUTUREHEALTH HOLDING COMPANY
DEPARTMENT ID : D03428695
TYPE OF REQUEST : ARTICLES OF MERGER
DATE FILED : 05-14-2008
TIME FILED : 10:35 AM
RECORDING FEE : \$100.00
EXPEDITED FEE : \$50.00
FILING NUMBER : 1000361996400135
CUSTOMER ID : 0002131849
WORK ORDER NUMBER : 0001574887

PLEASE VERIFY THE INFORMATION CONTAINED IN THIS LETTER. NOTIFY THIS DEPARTMENT
IN WRITING IF ANY INFORMATION IS INCORRECT. INCLUDE THE CUSTOMER ID AND THE WORK
ORDER NUMBER ON ANY INQUIRIES.

Charter Division
Baltimore Metro Area (410) 767-1350
Outside Metro Area (888) 246-5941

301 West Preston Street-Room 801-Baltimore, Maryland 21201-2395
Telephone (410)767-4950 / Toll free in Maryland (888)246-5941
MRS (Maryland Relay Service) (800)735-2258 TTY/Voice- Fax (410)333-7097
Website: www.dat.state.md.us

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CACCOPT

TRADEMARK
REEL: 003830 FRAME: 0204

ENTITY TYPE: ORDINARY BUSINESS - STOCK
STOCK: Y
CLOSE: N
PRINCIPAL OFFICE: STE 100
300 CLUBHOUSE ROAD
HUNT VALLEY MD 21031
RESIDENT AGENT: MICHAEL L. QUINN, ESQ.
NEUBERGER, QUINN, GIELEN, RUBIN & GIBBER
27TH FLOOR
ONE SOUTH STREET
BALTIMORE MD 21202

COMMENTS:
THIS AMENDMENT RECORD INDICATES THE MERGER INVOLVING THE FOLLOWING ENTITIES:
SURVIVOR:
(D03428695) FUTUREHEALTH HOLDING COMPANY.

MERGED ENTITIES:
INTERVENT USA, INC. (GA).

EFFECTIVE DATE OF 5/15/08.

ARTICLES OF MERGER

MERGING

Intervent USA, Inc.

(A Corporation of the State of Georgia
INTO

FutureHealth Holding Company

(A Corporation of the State of Maryland)

FIRST: FutureHealth Holding Company, a corporation organized and existing under the laws of the State of Maryland, (hereinafter referred to as FutureHealth), and Intervent USA, Inc., a corporation organized and existing under the laws of the State of Georgia, (hereinafter referred to as the Intervent), agree that said Intervent shall be merged into FutureHealth. The terms and conditions of the merger and the mode of carrying the same into effect are herein set forth in these Articles of Merger.

SECOND: FutureHealth Holding Company, a corporation organized and existing under the laws of the State of Maryland, shall survive the merger and shall continue under the name FutureHealth Holding Company.

THIRD: The parties to the articles of merger are FutureHealth Holding Company, a corporation organized and existing under the laws of the State of Maryland, and Intervent USA, Inc., a corporation organized and existing under the laws of the State of Georgia.

FOURTH: The principal office of FutureHealth Holding Company is located in Baltimore County, at 300 Clubhouse Road, Suite 100, Hunt Valley, Maryland 21031. FutureHealth Holding Company does not own an interest in land in the State of Maryland. The principal office of Intervent USA, Inc. is located at 340 Eisenhower Drive, Building 1400, STE 17, Savannah, Georgia, 31406 and the company does not own an interest in land in the State of Maryland.

FIFTH: No amendment is made to the charter of the surviving corporation as part of the merger, except as provided in Section 3-106(a) of the Corporations and Associations article of the Annotated Code of Maryland. The present Bylaws of FutureHealth Holding Company shall continue to be the Bylaws of FutureHealth Holding Company immediately following the merger until changed in accordance with their terms and the Maryland General Corporation Law. The present officers and directors of FutureHealth Holding Company shall continue to be the officers and directors of FutureHealth Holding Company immediately following the merger until they are removed or replaced in accordance with the Bylaws of FutureHealth Holding Company and the Maryland General Corporation Law.

SIXTH: Immediately before the merger, the total number of shares of all classes of stock that each of the corporations a party to these Articles has authority to issue, the number and par value of the shares of each class, and the aggregate par value of those shares of stock are as follows:

2000 MAY 19 3 35
ASSESSMENT & REVENUE
DEPARTMENT
TAXATION

TRADEMARK

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- i) The total number of shares of stock of all classes of stock that FutureHealth Holding Company has authority to issue is Five Thousand (5,000), all of which are common stock without par value
- ii) The total number of shares of stock of all classes of stock that Intervent USA, Inc. has authority to issue is:

- 50,000,000 shares of common stock – no par value
- 50,000,000 shares of Class B common stock - \$0.01 par value
- 50,000,000 shares of Class C common stock - \$0.01 par value
- 75 shares of Class A Preferred stock - \$0.01 par value
- 1,000,000 shares of Class B Preferred stock - \$1.00 par value

SEVENTH: All of the issued and outstanding shares of Intervent USA, Inc., are owned by Nationwide Better Health, Inc., the parent corporation, and no shares of FutureHealth Holding Company are to be issued or any other consideration given for shares of the Intervent USA, Inc., the merged corporation, but upon the effective date of the articles of merger, the shares of stock of the merged corporation shall be surrendered for cancellation to FutureHealth Holding Company, the corporation surviving the merger.

EIGHTH: The terms and conditions of the transaction described in these Articles of Merger were advised, authorized and approved by an Action in Writing Without a Meeting adopted by unanimous consent of the respective board of directors of FutureHealth Holding Company and Intervent USA, Inc. and sole shareholder, effective April 23, 2008.

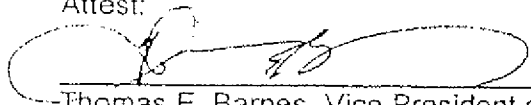
NINTH: The Articles of Merger shall become effective on the 15th day of May, 2008.

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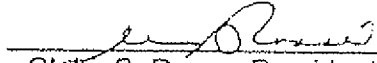
IN WITNESS WHEREOF, FutureHealth Holding Company and Intervent USA, Inc., the corporation parties to the merger, have caused these articles of merger to be signed in their respective corporate names and on their behalf by their respective presidents and attested by their respective assistant secretaries all as of the 13th day of May, 2008.

FUTUREHEALTH HOLDING COMPANY

By: 
Claire B. Rosse, President

Attest: 
Thomas E. Barnes, Vice President and Assistant Secretary

THE UNDERSIGNED, President of FutureHealth Holding Company, who executed on behalf of said corporation the foregoing Articles of Merger, of which this certificate is made a part, hereby acknowledges, in the name and on behalf of said corporation, the foregoing Articles of Merger to be the corporate act of said corporation and further certifies that, to the best of his/her knowledge, information and belief, the matters and facts set forth therein with respect to the approval thereof are true in all material respects, under the penalties of perjury.

By: 
Claire B. Rosse, President

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INTERVENT USA, INC.

By: Neil F. Gordon
Neil F. Gordon, President

Attest:

Thomas E. Barnes
Thomas E. Barnes, Vice President and Assistant Secretary

THE UNDERSIGNED, President of Intervent USA, Inc., who executed on behalf of said corporation the foregoing Articles of Merger, of which this certificate is made a part, hereby acknowledges, in the name and on behalf of said corporation, the foregoing Articles of Merger to be the corporate act of said corporation and further certifies that, to the best of his/her knowledge, information and belief, the matters and facts set forth therein with respect to the approval thereof are true in all material respects, under the penalties of perjury.

By: Neil F. Gordon
Neil F. Gordon, President

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