

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/17/2007

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Caremark International, L.L.C.		12/07/2007	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	CVS Pharmacy, Inc.
Street Address:	One CVS Drive
City:	Woonsocket
State/Country:	RHODE ISLAND
Postal Code:	02895
Entity Type:	CORPORATION: RHODE ISLAND

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	2672026	GROW WITH US

CORRESPONDENCE DATA

Fax Number: (212)308-4844
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 401-274-9200
 Email: trademark@eapdlaw.com, lsohner@eapdlaw.com
 Correspondent Name: John E. Ottaviani
 Address Line 1: F.D.R. Station
 Address Line 2: P.O. Box 130
 Address Line 4: New York, NEW YORK 10150

ATTORNEY DOCKET NUMBER:	40510.83183
NAME OF SUBMITTER:	John E. Ottaviani

CH \$40.00 2672026

Signature:

/jeo/

Date:

01/07/2009

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 MERGER, WHICH MERGES:

"CAREMARK INTERNATIONAL, L.L.C.", A DELAWARE LIMITED LIABILITY COMPANY,

WITH AND INTO "CVS PHARMACY, INC." UNDER THE NAME OF "CVS PHARMACY, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF RHODE ISLAND, AS RECEIVED AND FILED IN THIS OFFICE THE SEVENTEENTH DAY OF DECEMBER, A.D. 2007, AT 9:23 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTIETH DAY OF DECEMBER, A.D. 2007, AT 12:03 O'CLOCK A.M.

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

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6252222

DATE: 12-19-07

TRADEMARK
REEL: 003914 FRAME: 0503

**STATE OF DELAWARE
CERTIFICATE OF MERGER OF A
DOMESTIC LIMITED LIABILITY COMPANY INTO
A FOREIGN CORPORATION**

Pursuant to Title 6, Section 18-209 of the Delaware Limited Liability Company Act.

First: The name of the surviving Corporation is CVS Pharmacy, Inc.
_____, a Foreign Corporation.

Second: The jurisdiction in which this Corporation was formed is Rhode Island.

Third: The name of the Limited Liability Company being merged into the Corporation is Caremark International, L.L.C., a Delaware Limited Liability Company.

Fourth: The agreement of merger or consolidation has been approved and executed by each of the business entities which is to merge or consolidate.

Fifth: The name of the surviving foreign Corporation is CVS Pharmacy, Inc.
_____.

Sixth: An agreement of merger or consolidation is on file at a place of business of the surviving foreign Corporation and the address thereof is _____
One CVS Drive, Woonsocket, RI 02895, Attention: General Counsel.


Seventh: A copy of the agreement of merger or consolidation will be furnished by the surviving foreign corporation, on request and without cost, to any member of any domestic limited liability company or any person holding an interest in any other business entity which is to merge or consolidate.

Eighth: The surviving foreign Corporation agrees that it may be served with process in the State of Delaware in any action, suit or proceeding for the enforcement of any obligation of any domestic limited liability company which is to merge or consolidate, irrevocably appointing the Secretary of State as its agent to accept service of process in any such action, suit or proceeding and the address to which a copy of such process shall be mailed to by the Secretary of State is _____
One CVS Drive, Woonsocket, RI 02895, Attention: General Counsel

Ninth: The merger is to become effective on December 30, 2007 at 12:03 a.m.

IN WITNESS WHEREOF, said Foreign Corporation has caused this certificate to be signed by its authorized officer, this 30th day of November, A.D., 2007.

CVS PHARMACY, INC.

By: 
Authorized Officer

Name: Melanie K. Luker, Assistant Secretary
Print or type