

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/31/2008

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Essence L.L.P.		12/31/2008	Limited Liability Partnership:

RECEIVING PARTY DATA

Name:	Essence Healthcare, Inc.
Street Address:	12655 Olive Blvd.
City:	St. Louis
State/Country:	MISSOURI
Postal Code:	63141
Entity Type:	CORPORATION:

PROPERTY NUMBERS Total: 2

Property Type	Number	Word Mark
Registration Number:	3381059	ESSENCE
Registration Number:	3375805	ESSENCE

CORRESPONDENCE DATA

Fax Number: (314)667-3633
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 314-552-6000
 Email: ipdocket@thompsoncoburn.com
 Correspondent Name: Tiffany L. Schwartz
 Address Line 1: One US Bank Plaza
 Address Line 4: St. Louis, MISSOURI 63101

ATTORNEY DOCKET NUMBER:	48825-78129
NAME OF SUBMITTER:	Tiffany L. Schwartz
Signature:	/Tiffany L. Schwartz/

TRADEMARK

Date:

03/04/2009

Total Attachments: 3

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File Number:
00930313
Date Filed: 12/31/2008
Robin Carnahan
Secretary of State

ARTICLES OF MERGER

The Honorable Robin Carnahan
Secretary of State
State of Missouri
P. O. Box 778
Jefferson City, Missouri 65102

Pursuant to the provisions of R.S. Mo. § 347.725, the undersigned entities certify the following:

1. That Essence L.L.P., a Missouri limited liability partnership ("Merging Company"), and Essence Healthcare, Inc., a Missouri corporation ("Surviving Company"), are hereby merged and that Surviving Company is the surviving entity.
2. An Agreement and Plan of Merger was authorized and approved by each of Merging Company and Surviving Company in accordance with R.S. Mo. § 347.720.
3. The effective date and time of the merger shall be 11:59 p.m. on December 31, 2008.
4. The name of the surviving entity shall be Essence Healthcare, Inc.
5. The registered office of Surviving Company in the State of Missouri is located at 120 S. Central, St. Louis, Missouri 63105, and the name of the registered agent at such address is CT Corporation.
6. The Articles of Incorporation and By-laws of Surviving Company shall continue to be the organizational documents of Surviving Company after effectiveness of the merger.
7. The executed Agreement and Plan of Merger is on file at the principal place of business of Surviving Company at 12655 Olive Blvd. St. Louis, Missouri 63141. A copy of such Agreement and Plan of Merger will be furnished by Surviving Company, on request and without cost, to any partner of Merging Company or any shareholder of Surviving Company.

These Articles of Merger may be executed in separate counterparts, none of which need contain the signature of more than one party hereto but each of which shall be deemed to be an original and all of which taken together shall constitute one and the same agreement.

IN WITNESS WHEREOF, these Articles of Merger have been executed by the aforementioned entities as of the 31st day of December, 2008.

[Signature Page Follows]

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State of Missouri
Merger - Other 2 Page(s)



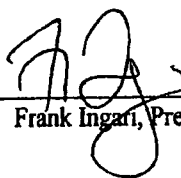
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TRADEMARK
REEL: 003946 FRAME: 0291

ESSENCE L.L.P.

By: 
Frank Ingari, President of Essence
Group Holdings Corporation, Partner

ESSENCE HEALTHCARE, INC.

By: 
Frank Ingari, President

[Signature Page to Articles of Merger of Essence L.L.P. and Essence Healthcare, Inc.]

STATE OF MISSOURI



Robin Carnahan
Secretary of State

CERTIFICATE OF MERGER MISSOURI ENTITY SURVIVING

WHEREAS, Articles of Merger of the following entities:

Essence L.L.P. – PL0786570

INTO:

Essence Healthcare, Inc. – 00930313

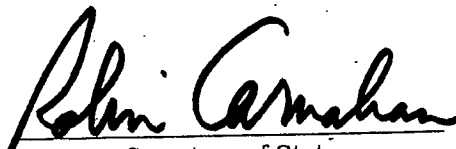
Organized and existing under laws of Missouri have been received, found to conform to law, and filed.

NOW, THEREOF, I, ROBIN CARNAHAN, Secretary of State of the State of Missouri, issue this Certificate of Merger, certifying that the merger of the aforementioned entities is effected, with

Essence Healthcare, Inc. – 00930313

as the surviving entity.

IN TESTIMONY WHEREOF, I hereunto
set my hand and cause to be affixed the
GREAT SEAL of the State of Missouri:
Done at the City of Jefferson, this
31st day of December, 2008.


Secretary of State

