

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Healthways Health Support, Inc.		08/31/2007	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Healthways Health Support, LLC
Street Address:	9280 S. Kyrene Road
Internal Address:	Suite 134
City:	Tempe
State/Country:	ARIZONA
Postal Code:	85284
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 11

Property Type	Number	Word Mark
Serial Number:	78886299	FOREVER FIT
Serial Number:	78553622	HEALTHCARE DIMENSIONS
Serial Number:	78704633	HEALTHY ALIGNMENT
Serial Number:	78783154	NICODEMON
Serial Number:	78600269	PRIME
Serial Number:	78783165	Q-CARDS
Serial Number:	78783178	QUITSTER
Serial Number:	75175639	SILVERSNEAKERS
Serial Number:	76385765	SILVERSPLASH
Serial Number:	78776009	SILVERSTARS
Serial Number:	78620915	VITALITY BAROMETER

CORRESPONDENCE DATA

CH \$290.00 78886299

Fax Number: (615)742-0410
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 615-742-7760
Email: trademarks@bassberry.com
Correspondent Name: Robert L. Brewer
Address Line 1: 315 Deaderick Street
Address Line 2: Suite 2700
Address Line 4: Nashville, TENNESSEE 37238

ATTORNEY DOCKET NUMBER:	011211-235
NAME OF SUBMITTER:	Robert L. Brewer
Signature:	/Robert L. Brewer/
Date:	05/28/2009

Total Attachments: 3
source=name change#page1.tif
source=name change#page2.tif
source=name change#page3.tif

Delaware

PAGE 1

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 "HEALTHWAYS HEALTH SUPPORT, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "HEALTHWAYS HEALTH SUPPORT, INC." TO "HEALTHWAYS HEALTH SUPPORT, LLC", FILED IN THIS OFFICE ON THE THIRTY-FIRST DAY OF AUGUST, A.D. 2007, AT 3:07 O'CLOCK P.M.

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

4133461 8100V

070978176



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5974220

DATE: 09-05-07

TRADEMARK
REEL: 003994 FRAME: 0639

**CERTIFICATE OF CONVERSION
CONVERTING
HEALTHWAYS HEALTH SUPPORT, INC.**
A Delaware Corporation

**TO
HEALTHWAYS HEALTH SUPPORT, LLC**
A Delaware Limited Liability Company

The undersigned, duly authorized, does hereby certify for and on behalf of Healthways Health Support, Inc., a Delaware corporation, that:

1. Name of Corporation. The name of the corporation ("Corporation") that is being converted immediately prior to the filing of this Certificate of Conversion was "Healthways Health Support, Inc."

2. Date and Jurisdiction of Formation. The date on which, and the jurisdiction where, the Corporation was incorporated are as follows:

<u>Date</u>	<u>Jurisdiction</u>
March 28, 2006	Delaware

3. Name of Converted Limited Liability Company. The name of the Delaware limited liability company to which the Corporation has been converted is "Healthways Health Support, LLC."

4. The conversion has been approved in accordance with the provisions of Section 266 of the Delaware General Corporation Law.

5. Effective Time. This Certificate shall be effective upon its filing in the Office of the Secretary of State of the State of Delaware.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned has duly executed this Certificate of Conversion as of August 31, 2007.

Name: 
Title: Ben R. Leadie Jr., President

651198.1