

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
The StayWell Company		12/17/2009	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	The StayWell Company
Street Address:	780 Township Line Road
City:	Yardley
State/Country:	PENNSYLVANIA
Postal Code:	19067
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 67

Property Type	Number	Word Mark
Serial Number:	78285253	AIM
Serial Number:	78289443	AIM FOR HEALTH
Serial Number:	76243849	
Serial Number:	75492412	CHANGING BEHAVIOR CHANGING LIVES
Serial Number:	76359831	EAT FOR THE HEALTH OF IT
Serial Number:	77271701	EXIT-WRITER
Serial Number:	78477076	EXPRESSCODER
Serial Number:	78442935	FASTGUIDES
Serial Number:	75098991	FOCUSED INTERVENTION
Serial Number:	78820824	HEALTHGUIDE
Serial Number:	75104234	HEALTHPATH
Serial Number:	74033059	HEALTHPATH
Serial Number:	75102827	HEALTHSHARE
Serial Number:	75104235	HEALTHSTEP

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Serial Number:	74424472	HEALTHSTEP
Serial Number:	74424471	HEALTHSTEP
Serial Number:	78064041	INFORMATION PRESCRIPTION
Serial Number:	76359832	JUST A MINUTE
Serial Number:	76243518	KRAMES
Serial Number:	76243845	KRAMES
Serial Number:	77649224	KRAMES GO-TO-GUIDE FOR A HEALTHY PREGNANCY
Serial Number:	77649084	KRAMES GO-TO-GUIDE FOR LIVING WELL WITH ASTHMA
Serial Number:	77649092	KRAMES GO-TO-GUIDE FOR LIVING WELL WITH COPD
Serial Number:	77649100	KRAMES GO-TO-GUIDE FOR LIVING WELL WITH HEART DISEASE
Serial Number:	77649105	KRAMES GO-TO-GUIDE FOR LIVING WELL WITH HEART FAILURE
Serial Number:	77742855	KRAMES GO-TO-GUIDE FOR LIVING WELL WITH TYPE 2 DIABETES
Serial Number:	77842700	KRAMES GO-TO-GUIDES
Serial Number:	77742848	KRAMES GO-TO-GUIDES MULTIMEDIA SELF-CARE WORKBOOKS
Serial Number:	78728119	KRAMES INFORMATION THERAPY
Serial Number:	75673932	KRAMES ON-DEMAND
Serial Number:	77808761	KRAMES PATIENT CONSENT
Serial Number:	77869898	KRAMES WEBCONNECT
Serial Number:	75017792	LIFEMASTERS
Serial Number:	78348210	LIFEMASTERS
Serial Number:	76976614	LIFE MASTERS
Serial Number:	76274999	LIFEMASTERS
Serial Number:	76977218	LIFEMASTERS
Serial Number:	75736891	LIFEMASTERS CAREGUIDE
Serial Number:	75417673	LIFEMASTERS SUPPORTED SELF CARE
Serial Number:	75417679	LIFEMASTERS SUPPORTED SELF CARE
Serial Number:	76359748	MOVE TO IMPROVE
Serial Number:	78190766	NEXTSTEPS
Serial Number:	77876535	REACH YOUR PEAK
Serial Number:	78498898	RECORD WRITER
Serial Number:	77767326	RISE TO SHINE
Serial Number:	78442927	SMARTCODER

Serial Number:	76360058	SOUL JOURNEY
Serial Number:	73265438	STAYWELL
Serial Number:	78458092	STAYWELL @ WORK
Serial Number:	77598171	STAYWELL CHOICE
Serial Number:	77598180	STAYWELL CHOICE
Serial Number:	78977662	STAYWELL INFORMATION THERAPY
Serial Number:	77159813	STAYWELL MD
Serial Number:	75779700	STAYWELL ONLINE
Serial Number:	78772564	STAYWELL PRODUCTIONS
Serial Number:	77159755	STAYWELL RX
Serial Number:	78284111	STAYWELL SOLUTIONS
Serial Number:	78284118	STAYWELL SOLUTIONS
Serial Number:	78284123	STAYWELL SOLUTIONS
Serial Number:	78284094	STAYWELL SOLUTIONS
Serial Number:	76359726	STEP IT UP!
Serial Number:	78348188	SUPPORTING HEALTHY OUTCOMES
Serial Number:	77572363	TIME OUT FOR HEALTH
Serial Number:	75079607	WELL ADVISED
Serial Number:	75098990	WELLTIMES
Serial Number:	78159426	WIRED.MD
Serial Number:	77869902	WRAPPING UP WELLNESS

CORRESPONDENCE DATA

Fax Number: (214)969-4343
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 2149694280
Email: aashley@akingump.com, trademarkdallas@akingump.com
Correspondent Name: David L. Odom
Address Line 1: 1700 Pacific Avenue
Address Line 2: Suite 4100
Address Line 4: Dallas, TEXAS 75201

ATTORNEY DOCKET NUMBER:	682789.0001
NAME OF SUBMITTER:	David L. Odom
Signature:	/DLO/
Date:	01/22/2010

Total Attachments: 2

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Delaware

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The First State

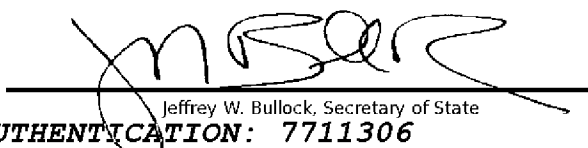
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "THE STAYWELL COMPANY" TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "THE STAYWELL COMPANY" TO "THE STAYWELL COMPANY, LLC", FILED IN THIS OFFICE ON THE SEVENTEENTH DAY OF DECEMBER, A.D. 2009, AT 6:42 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE FIRST DAY OF JANUARY, A.D. 2010, AT 12:02 O'CLOCK A.M.

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Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7711306

DATE: 12-18-09

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


TRADEMARK
REEL: 004136 FRAME: 0053

THE STAYWELL COMPANY

**CERTIFICATE OF CONVERSION FROM
CORPORATION TO LIMITED LIABILITY COMPANY**

Pursuant to Section 266 of the Delaware General Corporation Law (the "DGCL") and Section 18-214 of the Delaware Limited Liability Company Act, the undersigned, acting as an authorized person on behalf of The StayWell Company, a Delaware corporation (the "Company"), hereby executes this Certificate of Conversion from Corporation to Limited Liability Company (this "Certificate") to convert the Company into a Delaware limited liability company. The undersigned certifies as follows:

1. The Company was originally formed as a Delaware corporation on January 23, 1992.
2. Immediately prior to the effectiveness of this Certificate, the name of the Company was "The StayWell Company".
3. Concurrently with the filing of this Certificate, (i) a Certificate of Formation will be filed with the Delaware Secretary of State on behalf of the Company, and (ii) the name of the Company will be changed to "The StayWell Company, LLC".
4. The conversion of the Company into a Delaware limited liability company has been approved by the board of directors and the sole stockholder of the Company in accordance with Section 266 of the DGCL.
5. The effective time of the conversion shall be 12:02 a.m. Eastern Standard Time on January 1, 2010, which shall follow the filing of this Certificate of Conversion with the Secretary of State of Delaware.



Name: Steven P. Simcox

Title: CEO