

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	01/01/2010		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
THERPIST HELPER, INC.		01/01/2010	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	NETSMART TECHNOLOGIES, INC.		
Street Address:	3500 Sunrise Highway, Suite D122		
City:	Great River		
State/Country:	NEW YORK		
Postal Code:	11739		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	3184722	MEDICAL HELPER	
CORRESPONDENCE DATA			
Fax Number:	(714)755-8290		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	714-540-1235		
Email:	ipdocket@lw.com, kristin.azcona@lw.com		
Correspondent Name:	LATHAM & WATKINS LLP		
Address Line 1:	650 Town Center Drive, 20th Floor		
Address Line 4:	Costa Mesa, CALIFORNIA 92626		
ATTORNEY DOCKET NUMBER:	028419-0127		
NAME OF SUBMITTER:	Kristin J. Azcona		
Signature:	/kja/		

OP \$40.00 3184722

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**TRADEMARK
 REEL: 004225 FRAME: 0881**

Date:

06/16/2010

Total Attachments: 4

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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 THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"THERAPIST HELPER, INC.", A DELAWARE CORPORATION,
WITH AND INTO "NETSMART TECHNOLOGIES, INC." UNDER THE NAME OF "NETSMART TECHNOLOGIES, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FIRST DAY OF JANUARY, A.D. 2010, AT 7:27 O'CLOCK P.M.

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8053256

DATE: 06-14-10

TRADEMARK
REEL: 004225 FRAME: 0883

CERTIFICATE OF OWNERSHIP AND MERGER

OF

THERAPIST HELPER, INC.
(a Delaware corporation)

INTO

NETSMART TECHNOLOGIES, INC.
(a Delaware corporation)

It is hereby certified that:

1. Netsmart Technologies, Inc. (hereinafter sometimes referred to as the "Corporation") is a business corporation of the State of Delaware.
2. The Corporation is the owner of all of the outstanding shares of the stock of Therapist Helper, Inc., which is also a business corporation of the State of Delaware.
3. On December 16, 2009, the Board of Directors of the Corporation adopted the following resolutions to merge Therapist Helper, Inc. into the Corporation:

RESOLVED that Therapist Helper, Inc. be merged into this Corporation, and that all of the estate, property, rights, privileges, powers and franchises of Therapist Helper, Inc. be vested in and held and enjoyed by this Corporation as fully and entirely and without change or diminution as the same were before held and enjoyed by Therapist Helper, Inc. in its name.

RESOLVED that this Corporation shall assume all of the obligations of Therapist Helper, Inc.


RESOLVED that this Corporation shall cause to be executed and filed and/or recorded the documents prescribed by the laws of the State of Delaware and by the laws of any other appropriate jurisdiction and will cause to be performed all necessary acts within the State of Delaware and within any other appropriate jurisdiction.

RESOLVED that the effective time of the Certificate of Ownership and Merger setting forth a copy of these resolutions, and the time

when the merger therein provided for, shall become effective
shall be January 1, 2010.

Executed on: December 28, 2009

NETSMART TECHNOLOGIES, INC.

By: 
Name: James Conway
Title: President

TRADEMARKS

Mark	Territory	Current Record Owner	Appl. No. Filing Date	Reg. No. Reg. Date
MEDICAL HELPER	US	Therapist Helper, Inc.	78/592117 3/22/05	3184722 12/12/06