

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	CHANGE OF NAME		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Hospital Clinical Services Group, Inc.		03/12/2010	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	SpecialtyCare, Inc.		
<b>Street Address:</b>	3100 West End Avenue		
<b>Internal Address:</b>	One American Center, Suite 800		
<b>City:</b>	Nashville		
<b>State/Country:</b>	TENNESSEE		
<b>Postal Code:</b>	37203		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 6</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	77924630	SC	
<b>Serial Number:</b>	77924616	SC SPECIALTYCARE	
<b>Serial Number:</b>	77888284	HCSG	
<b>Serial Number:</b>	77888287	HCSG	
<b>Registration Number:</b>	3791719	HOSPITAL CLINICAL SERVICES GROUP	
<b>Serial Number:</b>	77916512	YOUR TRUSTED CLINICAL PARTNER	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(404)881-7777		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	404-881-7000		
<b>Email:</b>	betsy.perkins@alston.com		
<b>Correspondent Name:</b>	Laura Kees		
<b>Address Line 1:</b>	1201 West Peachtree Street		
<b>Address Line 4:</b>	Atlanta, GEORGIA 30309-3424		

OP \$165.00 77924630

ATTORNEY DOCKET NUMBER:	053630/371317
NAME OF SUBMITTER:	Laura Kees
Signature:	/Laura Kees/
Date:	06/25/2010
<b>Total Attachments: 5</b> source=SpecialtyCare, Inc. DE Certificate 6-9-10#page1.tif source=SpecialtyCare, Inc. DE Certificate 6-9-10#page2.tif source=SpecialtyCare, Inc. DE Certificate 6-9-10#page3.tif source=SpecialtyCare, Inc. DE Certificate 6-9-10#page4.tif source=SpecialtyCare, Inc. DE Certificate 6-9-10#page5.tif	

# Delaware

PAGE 1

*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "SPECIALTYCARE, INC." AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF INCORPORATION, FILED THE FOURTH DAY OF JANUARY, A.D. 2007, AT 9:04 O'CLOCK A.M.

CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "EA HOLDINGS INC." TO "HOSPITAL CLINICAL SERVICES GROUP, INC.", FILED THE SECOND DAY OF OCTOBER, A.D. 2007, AT 11:48 O'CLOCK A.M.

CERTIFICATE OF CHANGE OF REGISTERED AGENT, FILED THE FIFTH DAY OF DECEMBER, A.D. 2007, AT 2:33 O'CLOCK P.M.

CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "HOSPITAL CLINICAL SERVICES GROUP, INC." TO "SPECIALTYCARE, INC.", FILED THE TWELFTH DAY OF MARCH, A.D. 2010, AT 2:27 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID CORPORATION, "SPECIALTYCARE, INC.".

4278623 8100H

100643735



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 8044923

DATE: 06-09-10

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

TRADEMARK  
REEL: 004231 FRAME: 0535

**CERTIFICATE OF INCORPORATION**  
**OF**  
**EA HOLDINGS INC.**

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 09:07 AM 01/04/2007  
FILED 09:04 AM 01/04/2007  
SRV 070008412 - 4278623 FILE

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FIRST: The name of this corporation shall be: EA Holdings Inc.

SECOND: Its registered office in the State of Delaware is to be located at 2711 Centerville Road, Suite 400, in the City of Wilmington, County of New Castle and its registered agent at such address is CORPORATION SERVICE COMPANY.

THIRD: The purpose or purposes of the corporation shall be:

To engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

FOURTH: The total number of shares of stock which this corporation is authorized to issue is: one thousand (1,000) shares of common stock, par value \$0.01 per share.

FIFTH: The name and address of the incorporator is as follows: Karen Connors, Esq., c/o Epstein Becker & Green, P.C., 250 Park Avenue, New York, New York, 10177.

SIXTH: The Board of Directors shall have the power to adopt, amend or repeal the by-laws.

SEVENTH: No director shall be personally liable to the Corporation or its stockholders for monetary damages for any breach of fiduciary duty by such director as a director. Notwithstanding the foregoing sentence, a director shall be liable to the extent provided by applicable law, (i) for breach of the director's duty of loyalty to the Corporation or its stockholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) pursuant to Section 174 of the Delaware General Corporation Law or (iv) for any transaction from which the director derived an improper personal benefit. No amendment to or repeal of this Article Seventh shall apply to or have any effect on the liability or alleged liability of any director of the Corporation for or with respect to any acts or omissions of such director occurring prior to such amendment.

IN WITNESS WHEREOF, the undersigned, being the incorporator herein before named, has executed, signed and acknowledged this certificate of incorporation this 3<sup>rd</sup> day of January, 2007.

  
Incorporator: Karen Connors, Esq.

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 11:48 AM 10/02/2007  
FILED 11:48 AM 10/02/2007  
SRV 071074703 - 4278623 FILE

**CERTIFICATE OF AMENDMENT**

**OF**

**CERTIFICATE OF INCORPORATION**

EA Holdings Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware,

**DOES HEREBY CERTIFY:**

**FIRST:** That the Board of Directors (the "Board") of said corporation, by the unanimous written consent of its members, filed with the minutes of the Board, adopted a resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of said corporation:

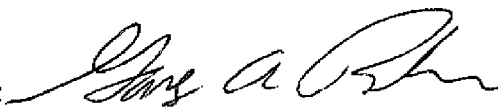
**RESOLVED**, that the Certificate of Incorporation of EA Holdings Inc. be amended by changing the First Article thereof so that, as amended, said Article shall be read as follows:

"1. The name of this corporation shall be Hospital Clinical Services Group, Inc. (the "Corporation")."

**SECOND:** That in lieu of a meeting and a vote of the sole stockholder, the stockholder has given written consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

**THIRD:** That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

**IN WITNESS WHEREOF**, said EA Holdings Inc. has caused this certificate to be signed by Gary A. Brukart, its President and Chief Executive Officer, this 1<sup>st</sup> day of August, 2007.

By:   
Gary A. Brukart  
President and Chief Executive Officer

**STATE OF DELAWARE  
CERTIFICATE OF CHANGE  
OF REGISTERED AGENT AND/OR  
REGISTERED OFFICE**

The Board of Directors of Hospital Clinical Services Group, Inc.  
a Delaware Corporation, on this 5 day of  
December, A.D. 2007, do hereby resolve and order that the  
location of the Registered Office of this Corporation within this State be, and the  
same hereby is 3411 Silverside Road Rodney Building #104  
Street, in the City of Wilmington,  
County of New Castle Zip Code 19810.

The name of the Registered Agent therein and in charge thereof upon whom  
process against this Corporation may be served, is Corporate Creations Network Inc.

The Corporation does hereby certify that the foregoing is a true copy of a  
resolution adopted by the Board of Directors at a meeting held as herein stated.

**IN WITNESS WHEREOF**, said Corporation has caused this certificate to be  
signed by an authorized officer, the 5 day of December,  
A.D., 2007.

By: Samantha Simons  
Authorized Officer

Name: Samantha Simons  
Print or Type

Title: Assistant Secretary

**SECOND CERTIFICATE OF AMENDMENT**

**OF**

**CERTIFICATE OF INCORPORATION**

**OF HOSPITAL CLINICAL SERVICES GROUP, INC.**

Hospital Clinical Services Group, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation"), hereby certifies as follows:

1. The name of the Corporation is Hospital Clinical Services Group, Inc.
2. The original Certificate of Incorporation of the Corporation was filed with the Secretary of State of the State of Delaware on January 4, 2007; as amended on October 2, 2007 to change the name of the Corporation to Hospital Clinical Services Group, Inc.
3. The Certificate of Incorporation of the Corporation is hereby amended by changing the first article to read as follows:

FIRST: The name of this corporation shall be: SpecialtyCare, Inc.

4. This Amendment to the Certificate of Incorporation of this Corporation has been approved by the Board of Directors of the Corporation, which declared that said Amendment was advisable, and by all of the Stockholders in accordance with Sections 242 and 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said Hospital Clinical Services Group, Inc. has caused this Certificate to be signed by its Secretary this 12<sup>th</sup> day of March, 2010.

By:   
Christi D. Griffin  
Secretary