

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	06/26/2009		
CONVEYING PARTY DATA			
	Name	Formerly	Execution Date
	ppoNEXT, Inc.		06/24/2009
			Entity Type
			CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Beech Street Corporation		
Street Address:	25500 Commercentre Drive		
City:	Lake Forest		
State/Country:	CALIFORNIA		
Postal Code:	92630		
Entity Type:	CORPORATION: CALIFORNIA		
PROPERTY NUMBERS Total: 1			
	Property Type	Number	Word Mark
	Registration Number:	2689118	PPONEXT
CORRESPONDENCE DATA			
Fax Number:	(630)799-3021		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	6306495003		
Email:	shawna.gasik@multiplan.com		
Correspondent Name:	Shawna Gasik		
Address Line 1:	535 East Diehl Road		
Address Line 4:	Naperville, ILLINOIS 60563		
NAME OF SUBMITTER:	Shawna E. Gasik		
Signature:	/Shawna E. Gasik/		
Date:	10/07/2010		

OP \$40.00 2689118

Total Attachments: 15

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Delaware

PAGE 1

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:

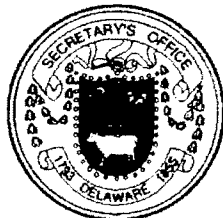
"PPONEXT, INC.", A DELAWARE CORPORATION,

"PPONEXT WEST, INC.", A CALIFORNIA CORPORATION,

WITH AND INTO "BEECH STREET CORPORATION" UNDER THE NAME OF "BEECH STREET CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF CALIFORNIA, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-FOURTH DAY OF JUNE, A.D. 2009, AT 5 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE TWENTY-SIXTH DAY OF JUNE, A.D. 2009.

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



4702491 8100M

090645774

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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7383361

DATE: 06-25-09

TRADEMARK
REEL: 004291 FRAME: 0953

CERTIFICATE OF MERGER
OF
PPONEXT, INC.
AND
PPONEXT WEST, INC.
INTO
BEECH STREET CORPORATION

Pursuant to the provisions of Section 252 of the General Corporation Law of the State of Delaware, Beech Street Corporation, a California corporation (the "Company"), does hereby certify the following for the purpose of merging ppoNEXT, Inc, a Delaware corporation ("ppoNEXT"), and ppoNEXT West, Inc., a California corporation ("West" together with the Company the "Constituent Corporations"), with and into the Company:

1. The name and state of incorporation of each of the Constituent Corporations of the merger are as follows:

<u>Name:</u>	<u>State of Incorporation:</u>
ppoNEXT, Inc.	Delaware
ppoNEXT West, Inc.	California
Beech Street Corporation	California

2. An Agreement and Plan of Merger among the Constituent Corporations (the "Merger Agreement") has been approved, adopted, certified, executed and acknowledged by Board of Director and Shareholder consents of each of the constituent corporations in accordance with the requirements of Section 252 of the General Corporation Law of the State of Delaware.

3. Pursuant to the Merger Agreement, ppoNEXT and West will merge with and into the Company, with the Company continuing as the surviving corporation (the "Surviving Corporation").

4. The Certificate of Incorporation of Beech Street Corporation shall continue in full force and effect as the Certificate of Incorporation of the Surviving Corporation.

5. The executed Merger Agreement is on file at the principal place of business of the Surviving Corporation. The address of the principal place of business of the Surviving Corporation is 535 East Diehl Road, Naperville, IL 60563.

6. A copy of the Merger Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any Constituent Corporation.

7. The Surviving Corporation agrees that it may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of any constituent Delaware corporation as well as for enforcement of any obligation of the surviving corporation arising from the merger, including any suit or other proceeding to enforce the right of any stockholder as

determined in appraisal proceedings pursuant to the provisions of Section 262 of the General Corporation Law of the State of Delaware, and it does hereby irrevocably appoint the Secretary of State of Delaware as its agent to accept service of process in any such suit or other proceeding. The address to which a copy of such process shall be mailed by the Secretary of State of the State of Delaware is Attn: General Counsel, 535 East Diehl Road, Naperville, IL 60563 until the Surviving Corporation shall have hereafter designated in writing to the said Secretary of State a different address for such purpose.

8. The Merger shall be effective on June 26, 2009.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Merger as of the 24th day of June, 2009.

BEECH STREET CORPORATION

By: 
Name: Bryan R. Adel
Title: Senior Vice President

State of California
Secretary of State



I, DEBRA BOWEN, Secretary of State of the State of California, hereby certify:

That the attached transcript of 10 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.



IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

JUN 25 2009

DEBRA BOWEN
Secretary of State

AGREEMENT AND PLAN OF MERGER

THIS AGREEMENT AND PLAN OF MERGER (this "Agreement"), to be effective as of June 26, 2009, is executed on June 24, 2009, by ppoNEXT West, Inc., a California corporation ("West"), ppoNEXT, Inc., a Delaware corporation ("ppoNEXT"), and Beech Street Corporation, a California corporation ("Beech Street").

RECITALS:

A. The respective Boards of Directors and stockholders of West, ppoNEXT, and Beech Street deem it advisable for West and ppoNEXT to merge with and into Beech Street as authorized by Section 252 of the Delaware General Corporation Law (the "DGCL") and Section 1108 of the California Corporations Code (the "Code") and on the terms set forth herein (the "Merger").

NOW, THEREFORE, in consideration of the premises and the mutual agreements, covenants and provisions herein contained, the parties hereto agree as follows:

ARTICLE 1
The Merger

1.1 Merger. At the Effective Time (as defined in Section 1.2), West and ppoNEXT shall be merged with and into Beech Street, the separate existence of West and ppoNEXT shall cease and Beech Street, as the surviving corporation in the Merger (the "Surviving Corporation"), shall continue to exist by virtue of and shall be governed by the laws of the State of California.

1.2 Effective Time of Merger. A Certificate of Merger setting forth the information required by, and otherwise in compliance with the DGCL shall be filed with the Secretary of State of the State of Delaware, and an Agreement and Plan of Merger setting forth the information required by the Code shall be filed with the Secretary of State of the State of California (the "California Secretary of State" and together with the Delaware Secretary of State, the "Secretaries") and the Merger shall become effective on June 26, 2009.

1.3 Effects of Merger. At the Effective Time, Beech Street without further action, as provided by the laws of the State of California and the State of Delaware, shall succeed to and possess all the rights, privileges, powers and franchises, of a public as well as of a private nature, of West and ppoNEXT; and all property, real, personal and mixed, and all debts due on whatsoever account, including subscriptions to shares, and all other causes in action, and all and every other interest, of or belonging to or due to West and ppoNEXT, shall be deemed to be vested in Beech Street without further act or deed; and the title to any real estate, or any interest therein, vested in West or ppoNEXT shall not revert or be in any way impaired by reason of the Merger. Such transfer to and vesting in Beech Street shall be deemed to occur by operation of law and no consent or approval of any other person shall be required in connection with any such transfer or vesting unless such consent or approval is specifically required in the event of merger or consolidation by law or

express provision in any contract, agreement, decree, order or other instrument to which Beech Street, West or ppoNEXT is a party or by which it is bound. Beech Street shall thenceforth be responsible and liable for all debts, liabilities and duties of West and ppoNEXT, which may be enforced against Beech Street to the same extent as if said debts, liabilities and duties had been incurred or contracted by it. Neither the rights of creditors nor any liens upon the property of Beech Street, West or ppoNEXT shall be impaired by the Merger.

1.4 Articles of Incorporation. The Articles of Incorporation of Beech Street as in effect at the Effective Time shall be and remain the Articles of Incorporation of the Surviving Corporation, until the same shall be amended as provided by law.

1.5 Bylaws. The Bylaws of Beech Street as in effect at the Effective Time shall be and remain the Bylaws of the Surviving Corporation, until the same shall thereafter be amended or repealed in accordance with law, the Surviving Corporation's Articles of Incorporation or such Bylaws.

1.6 Officers. The officers of Beech Street who are serving as such at the Effective Time shall be the officers of the Surviving Corporation from and after the Effective Time, each such individual to serve until his or her successor has been duly elected or appointed and qualified or until his or her earlier death, resignation or removal in accordance with law, the Surviving Corporation's Articles of Incorporation and its Bylaws.

1.7 Directors. The directors of Beech Street who are serving as such immediately prior to the Effective Time shall be the directors of the Surviving Corporation from and after the Effective Time, each such individual to serve until his or her successor has been duly elected or appointed and qualified or until his or her earlier death, resignation or removal in accordance with law, the Surviving Corporation's Articles of Incorporation and its Bylaws.

ARTICLE 2

Conversion of Shares in the Merger

By virtue of the Merger and without any action on the part of any person, at the Effective Time:

(a) Beech Street. Each share of common stock, no par value per share, of Beech Street issued and outstanding immediately prior to the Effective Time shall remain outstanding.

(b) West. Each share of common stock, no par value per share, of West issued and outstanding immediately prior to the Effective Time shall be cancelled without payment of any consideration therefor and shall cease to exist and be outstanding.

(c) ppoNEXT. Each share of common stock, par value \$0.001 per share, of ppoNEXT issued and outstanding immediately prior to the Effective Time shall be cancelled without payment of any consideration therefor and shall cease to exist and be outstanding.

ARTICLE 3
Miscellaneous

3.1 Counterparts. This Agreement may be executed in any number of counterparts, each of which shall be deemed an original, but all of which collectively shall constitute one and the same instrument.

3.2 Governing Law. This Agreement shall be governed by and construed in accordance with the laws of the State of California, without regard to principles of conflicts of law.

3.3 Section Headings. The section headings contained in this Agreement are inserted for convenience of reference only and shall not affect the meaning or interpretation of this Agreement.

3.4 Termination. This Agreement may be terminated at any time before completion of the filings with the California Secretary of State pursuant to Section 1.2 hereof by appropriate resolution of the Board of Directors of Beech Street for any reason that it deems appropriate.

[Remainder of page intentionally left blank.]

IN WITNESS WHEREOF, the parties hereto have executed this Agreement June 24, 2009,
to be effective as of the date first set forth above.

BEECH STREET CORPORATION

By: David L. Redmond
Name: David L. Redmond
Title: Executive Vice President

By: Bryan R. Adel
Name: Bryan R. Adel
Title: Corporate Secretary

PPONEXT WEST, INC.

By: David L. Redmond
Name: David L. Redmond
Title: Executive Vice President

By: Bryan R. Adel
Name: Bryan R. Adel
Title: Corporate Secretary

PPONEXT, INC.

By: David L. Redmond
Name: David L. Redmond
Title: Executive Vice President

By: Bryan R. Adel
Name: Bryan R. Adel
Title: Corporate Secretary

SIGNATURE PAGE TO
AGREEMENT AND PLAN OF MERGER

DALLAS 1562498v.4

TRADEMARK
REEL: 004291 FRAME: 0961

**OFFICER'S CERTIFICATE
OF
BEECH STREET CORPORATION**

We, David L. Redmond and Bryan R. Adel certify that:

1. We are the Executive Vice President and Corporate Secretary, respectively, of Beech Street Corporation, a corporation duly organized and existing under the laws of the state of California (the "Corporation").

2. The total number of outstanding shares of each class of the Corporation entitled to vote on the merger is as follows:

<u>Class</u>	<u>Total No. of Shares Entitled to Vote</u>
Common Stock	1,000

3. The principal terms of the agreement of merger in the form attached were approved by the shareholders of the Corporation by a vote of the number of shares of each class which equaled or exceeded the vote required by each class to approve the agreement of merger.

4. Each class entitled to vote and the minimum percentage vote of each class is as follows:

<u>Class</u>	<u>Minimum Percentage Vote</u>
Common Stock	majority

[signature page follows]

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

Date: June 24, 2009



Name: David L. Redmond
Title: Executive Vice President



Name: Bryan R. Adel
Title: Corporate Secretary

OFFICER'S CERTIFICATE
OF
PPONEXT, INC.

We, David L. Redmond and Bryan R. Adel certify that:

1. We are the Executive Vice President and Corporate Secretary, respectively, of ppoNEXT, Inc., a corporation duly organized and existing under the laws of the state of Delaware (the "Corporation").

2. The total number of outstanding shares of each class of the Corporation entitled to vote on the merger is as follows:

<u>Class</u>	<u>Total No. of Shares Entitled to Vote</u>
Common Stock	1,000

3. The principal terms of the agreement of merger in the form attached were approved by the shareholders of the Corporation by a vote of the number of shares of each class which equaled or exceeded the vote required by each class to approve the agreement of merger.

4. Each class entitled to vote and the minimum percentage vote of each class is as follows:

<u>Class</u>	<u>Minimum Percentage Vote</u>
Common Stock	100%

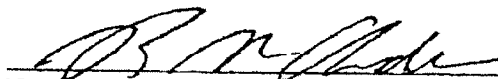
[signature page follows]

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

Date: June 24, 2009



Name: David L. Redmond
Title: Executive Vice President



Name: Bryan R. Adel
Title: Corporate Secretary

OFFICER'S CERTIFICATE
OF
PPONEXT WEST, INC.

We, David L. Redmond and Bryan R. Adel certify that:

1. We are the Executive Vice President and Corporate Secretary, respectively, of ppoNEXT West, Inc., a corporation duly organized and existing under the laws of the state of California (the "Corporation").

2. The total number of outstanding shares of each class of the Corporation entitled to vote on the merger is as follows:

<u>Class</u>	<u>Total No. of Shares Entitled to Vote</u>
Common Stock	100

3. The principal terms of the agreement of merger in the form attached were approved by the shareholders of the Corporation by a vote of the number of shares of each class which equaled or exceeded the vote required by each class to approve the agreement of merger.

4. Each class entitled to vote and the minimum percentage vote of each class is as follows:

<u>Class</u>	<u>Minimum Percentage Vote</u>
Common Stock	100%

[signature page follows]

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

Date: June 24, 2009

By: David L. Redmond
Name: David L. Redmond
Title: Executive Vice President

By: Bryan R. Adel
Name: Bryan R. Adel
Title: Corporate Secretary

