

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Certificate of Conversion

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
AmeriSource Heritage LLC		06/30/2011	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	AmeriSource Heritage Corporation
Street Address:	1300 Morris Drive
City:	Chesterbrook
State/Country:	PENNSYLVANIA
Postal Code:	19087
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 22

Property Type	Number	Word Mark
Serial Number:	76706409	ANDERSONBRECON
Registration Number:	3200009	ADVOCATE RX SOLUTIONS
Registration Number:	3873637	AHP
Registration Number:	2166289	AMERICAN HEALTH PACKAGING
Registration Number:	2609432	AMERISOURCEBERGEN
Registration Number:	2617944	AMERISOURCEBERGEN
Registration Number:	2904359	BRAND ADVANTAGE
Registration Number:	3934645	FIRST TO SHELF
Registration Number:	2495511	AP
Registration Number:	3935934	HEALTHYLAX
Registration Number:	3881955	MAXIMIZE THE PROFIT POTENTIAL OF GENERICS
Registration Number:	2868715	MENTORNET
Registration Number:	2951188	OPTIMIZ
Serial Number:	76659040	OPTIMIZ RX

TRADEMARK

900197379

REEL: 004586 FRAME: 0126

CH \$565.00 76706409

Registration Number:	2569671	PHARMACY HEALTHCARE SOLUTIONS
Registration Number:	2665678	PHARMACY HEALTHCARE SOLUTIONS
Registration Number:	2674632	PRXO
Registration Number:	2640984	
Registration Number:	2363273	RXFOCUS
Registration Number:	2620883	RXTREND
Serial Number:	76691611	THE POWER L
Registration Number:	3686414	TRAKRX

CORRESPONDENCE DATA

Fax Number: (215)540-5818
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 215 540 9200
Email: bhouwen@howsonandhowson.com
Correspondent Name: Stanley B. Kita, Howson & Howson LLP
Address Line 1: 501 Office Center Drive
Address Line 2: Suite 210
Address Line 4: Fort Washington, PENNSYLVANIA 19034

ATTORNEY DOCKET NUMBER:	LLC-AHS - CERT OF CONV
NAME OF SUBMITTER:	Bea Houwen
Signature:	/Bea Houwen/
Date:	07/19/2011

Total Attachments: 6
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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 LIMITED LIABILITY COMPANY UNDER THE NAME OF "AMERISOURCE HERITAGE LLC" TO A DELAWARE CORPORATION, CHANGING ITS NAME FROM "AMERISOURCE HERITAGE LLC" TO "AMERISOURCE HERITAGE CORPORATION", FILED IN THIS OFFICE ON THE TWENTY-NINTH DAY OF JUNE, A.D. 2011, AT 1:19 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE THIRTIETH DAY OF JUNE, A.D. 2011, AT 9:06 O'CLOCK A.M.

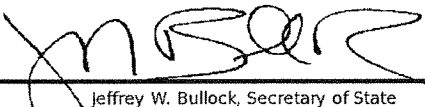
A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



2733432 8100V

110774198

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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8875628

DATE: 06-30-11

TRADEMARK
REEL: 004586 FRAME: 0128

CERTIFICATE OF CONVERSION TO CORPORATION
OF
AMERISOURCE HERITAGE LLC

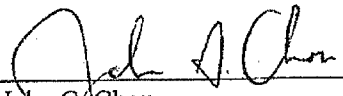
Pursuant to the provisions of Section 265 of the Delaware General Corporation Law, AmeriSource Heritage LLC (the "Company") does hereby certify that:

1. The jurisdiction where the limited liability company was first formed is Delaware.
2. The date on which AmeriSource Heritage Corporation (the "Corporation") was first formed is August 22, 1997. The Corporation filed a certificate of conversion to a limited liability company on June 29, 2011, with an effective date of June 30, 2011 at 9:00 a.m.
3. The name of the limited liability company immediately prior to the filing of this certificate of conversion to corporation is AmeriSource Heritage LLC.
4. The name of the corporation as set forth in the certificate of incorporation being filed along with this certificate of conversion to corporation is AmeriSource Heritage Corporation.
5. The conversion shall become effective at 9:06 a.m. Eastern Daylight Time on June 30, 2011.

IN WITNESS WHEREOF, the undersigned, being duly authorized to sign on behalf of the converting limited liability company, executed this certificate on June 29, 2011.

AmeriSource Heritage LLC

By: AmerisourceBergen Corporation,
its sole member

By: 

John G. Chou
Senior Vice President, General Counsel &
Secretary

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 CERTIFICATE OF INCORPORATION OF "AMERISOURCE HERITAGE CORPORATION" FILED IN THIS OFFICE ON THE TWENTY-NINTH DAY OF JUNE, A.D. 2011, AT 1:19 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF INCORPORATION IS THE THIRTIETH DAY OF JUNE, A.D. 2011, AT 9:06 O'CLOCK A.M.

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

2733432 8100V

110774198

You may verify this certificate online
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Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8875628

DATE: 06-30-11

TRADEMARK
REEL: 004586 FRAME: 0130

**CERTIFICATE OF INCORPORATION
OF
AMERISOURCE HERITAGE CORPORATION**

THE UNDERSIGNED, for the purpose of forming a corporation pursuant to the provisions of the General Corporation Law of the State of Delaware ("DGCL"), does hereby certify as follows:

FIRST: The name of the corporation is AmeriSource Heritage Corporation (the "Corporation").

SECOND: The address of the Corporation's registered office in the State of Delaware is Corporation Trust Center, 1209 Orange Street, Wilmington, New Castle County, Delaware 19801. The name of the Corporation's registered agent at such address is The Corporation Trust Company.

THIRD: The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the DGCL.

FOURTH: The total number of shares of capital stock which the Corporation is authorized to issue is One Thousand (1,000) shares of Common Stock, par value \$0.01 per share.

FIFTH: The name and mailing address of the sole incorporator are as follows:

<u>NAME</u>	<u>MAILING ADDRESS</u>
Diana P. Dunphy	AmerisourceBergen Corporation 1300 Morris Drive Chesterbrook, PA 19087

SIXTH: The incorporation of the Corporation shall become effective at 9:06 a.m. Eastern Daylight Time on June 30, 2011.

SEVENTH: Unless and except to the extent that the bylaws of the Corporation shall so require, the election of directors of the Corporation need not be by written ballot.

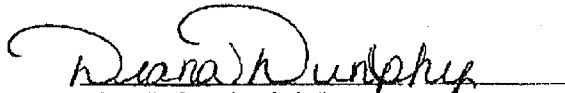
EIGHTH: In furtherance and not in limitation of the powers conferred by the laws of the State of Delaware, the Board of Directors of the Corporation is expressly authorized to make, alter and repeal the bylaws of the Corporation, subject to the power of the stockholders of the Corporation to alter or repeal any bylaw whether adopted by them or otherwise.

NINTH: A director of the Corporation shall not be liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, except to the extent such exemption from liability or limitation thereof is not permitted under the DGCL as the same exists or may hereafter be amended. Any amendment, modification or repeal of the foregoing sentence shall not adversely affect any right or protection of a director of the Corporation hereunder in respect of any act or omission occurring prior to the time of such amendment, modification or repeal.

TENTH: The Corporation reserves the right at any time, and from time to time, to amend, alter, change or repeal any provision contained in this Certificate of Incorporation, and other provisions authorized by the laws of the State of Delaware at the time in force may

be added or inserted, in the manner now or hereafter prescribed by law; and all rights, preferences and privileges of whatsoever nature conferred upon stockholders, directors or any other persons whomsoever by and pursuant to this Certificate of Incorporation in its present form or as hereafter amended are granted subject to the rights reserved in this article.

I, **THE UNDERSIGNED**, being the sole incorporator hereinbefore named, for the purpose of forming a corporation pursuant to the DGCL, do make this Certificate, hereby declaring and certifying that this is my act and deed, and accordingly have hereunto set my hand this 29th day of June, 2011.


Diana P. Dunphy, Sole Incorporator

SCHEDULE B

Trademark	Appl. No.	Filing Date	Reg. No	Reg. Date
ANDERSONBRECON	76/706409	14-Feb-11	Pending	
ADVOCATE RX SOLUTIONS	76/480296	6-Jan-03	3200009	23-Jan-07
AHP	76/696924	17-Apr-09	3873637	9-Nov-10
AMERICAN HEALTH PACKAGING	75/087825	15-Apr-96	2166289	16-Jun-98
AMERISOURCE-BERGEN	76/262002	24-May-2001	2609432	20-Aug-02
AMERISOURCEBERGEN AND DESIGN	76/315109	20-Sep-01	2617944	10-Sep-02
BRAND ADVANTAGE	76/531064	21-Jul-03	2904359	23-Nov-04
FIRST TO SHELF	76/700893	17-Dec-09	3934645	22-Mar-11
GEOMETRIC AP DESIGN	75/823001	14-Oct-99	2495511	9-Oct-01
HEALTHYLAX	76/701417	1-Feb-10	3935934	22-Mar-11
MAXIMIZE THE PROFIT POTENTIAL OF GENERICS	76/702081	15-Mar-10	3881955	30-Nov-10
MENTORNET	76/510956	1-May-03	2868715	3-Aug-04
OPTIMIZ	76/590298	3-May-04	2951188	17-May-2005
OPTIMIZ RX	76/659040	25-Apr-06	Published	
PHARMACY HEALTHCARE SOLUTIONS	76/168601	20-Nov-00	2569671	14-May-2002
PHARMACY HEALTHCARE SOLUTIONS	76/271326	13-Jun-01	2665678	24-Dec-02
PRXO (FANCIFUL)	76/365002	30-Jan-02	2674632	14-Jan-03
RIBBONS DESIGN	76/302160	20-Aug-01	2640984	22-Oct-02
RXFOCUS	75/588666	16-Nov-98	2363273	27-Jun-00
RXTREND	76/297083	10-Aug-01	2620883	17-Sep-02
THE POWER L	76/691611	28-Jul-08	Published	
TRAKRX	76/682018	18-Sep-07	3686414	22-Sep-09