

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
Universal American Corp.		04/29/2011	CORPORATION: NEW YORK
RECEIVING PARTY DATA			
Name:	Caremark Ulysses Holding Corp.		
Street Address:	One CVS Drive		
City:	Woonsocket		
State/Country:	RHODE ISLAND		
Postal Code:	02895		
Entity Type:	CORPORATION: NEW YORK		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	2351792	PENNLIFE	
Registration Number:	3292571	PENNSYLVANIA LIFE	
Registration Number:	3241046		
CORRESPONDENCE DATA			
Fax Number:	8883259049		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	4012766405		
Email:	trademark@edwardswildman.com		
Correspondent Name:	Edwards Wildman Palmer LLP		
Address Line 1:	PO BOX 130		
Address Line 2:	FDR Station		
Address Line 4:	New York, NEW YORK 10150		
ATTORNEY DOCKET NUMBER:	40510-0009		
NAME OF SUBMITTER:	John E. Ottaviani		

CH \$90.00 2351792

Signature:	/jeo/
Date:	09/20/2012
Total Attachments: 5 source=Merger Certificate UAC and Ulysses Merger Sub LLC#page1.tif source=Merger Certificate UAC and Ulysses Merger Sub LLC#page2.tif source=Merger Certificate UAC and Ulysses Merger Sub LLC#page3.tif source=Merger Certificate UAC and Ulysses Merger Sub LLC#page4.tif source=Merger Certificate UAC and Ulysses Merger Sub LLC#page5.tif	

STATE OF NEW YORK
DEPARTMENT OF STATE

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.



WITNESS my hand and official seal of
the Department of State, at the City of
Albany, on April 29, 2011.

A handwritten signature in black ink, appearing to read "Daniel E. Shapiro".

Daniel E. Shapiro
First Deputy Secretary of State

**CERTIFICATE OF MERGER
OF
ULYSSES MERGER SUB, L.L.C.
WITH AND INTO
UNIVERSAL AMERICAN CORP.**

Pursuant to the provisions of § 904-a of the
Business Corporation Law of New York (the "BCL")

FIRST: The name of the corporation which is to be the surviving corporation is UNIVERSAL AMERICAN CORP. (the "Surviving Corporation"). The date upon which its Certificate of Incorporation was filed by the Department of State of the State of New York was August 31, 1981. The name under which the Surviving Corporation was formed was UNIVERSAL HOLDING CORP.

SECOND: The name of the limited liability company which is being merged into the Surviving Corporation is ULYSSES MERGER SUB, L.L.C. (the "Non-Surviving Company"). The date upon which its Articles of Organization were filed by the Department of State of the State of New York was December 27, 2010.

THIRD: An Agreement and Plan of Merger (the "Merger Agreement") has been approved and executed by each constituent entity.

FOURTH: The name of the Surviving Corporation is UNIVERSAL AMERICAN CORP.

FIFTH: The following is a statement of any amendments or changes in the Certificate of Incorporation of the Surviving Corporation to be effected by the merger:

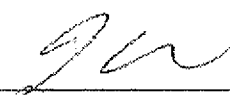
The Certificate of Incorporation of the Surviving Corporation shall be amended to change the name of the corporation. To accomplish said amendments, Article FIRST of the Certificate of Incorporation of the Surviving Corporation shall be stricken out in its entirety, and the following new Article shall be substituted in lieu thereof:

" FIRST: The name of the Corporation is Caremark Ulysses Holding Corp."

SIXTH: The Merger Agreement is on file at the following place of business of the Surviving Corporation: One CVS Drive, Woonsocket, RI, 02895.

IN WITNESS WHEREOF, the undersigned have executed this Certificate of Merger this 29th day of April, 2011.

UNIVERSAL AMERICAN CORP.

By: 
Name: TONY WOLK
Title: Senior Vice President, General Counsel
& Secretary

ULYSSES MERGER SUB, L.L.C

By: Caremark Rx, L.L.C
Sole Member

By: _____
Name: Thomas S. Moffatt
Title: Authorized Person


IN WITNESS WHEREOF, the undersigned have executed this Certificate of Merger this 29th day of April, 2011.

UNIVERSAL AMERICAN CORP.

By: _____
Name:
Title:

ULYSSES MERGER SUB, L.L.C

By: Caremark Rx, L.L.C
Sole Member

By:  _____
Name: Thomas S. Moffatt
Title: Authorized Person

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CERTIFICATE OF MERGER
OF
ULYSSES MERGER SUB, L.L.C.
WITH AND INTO
UNIVERSAL AMERICAN CORP.

UNDER SECTION 904-a OF THE
BUSINESS CORPORATION LAW

100
STATE OF NEW YORK
DEPARTMENT OF STATE

FILED APR 29 2011

TAX S.

BY:

WEST

2011 APR 29 AM 10:26

Davis Polk & Wardwell LLP
450 Lexington Avenue
New York, NY 10017

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2011 APR 29 AM 10:15

RECEIVED

Drawdown