

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | MERGER |
| EFFECTIVE DATE: | 12/30/2002 |

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|-----------------------------|----------|----------------|-----------------------------|
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Best Doctors, Inc. | | 12/30/2002 | CORPORATION: SOUTH CAROLINA |

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|-----------------------------|--------------------------------|
| RECEIVING PARTY DATA | |
| Name: | Best Doctors, Inc. |
| Street Address: | 100 Federal Street, 21st Floor |
| City: | Boston |
| State/Country: | MASSACHUSETTS |
| Postal Code: | 02110 |
| Entity Type: | CORPORATION: MASSACHUSETTS |

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|----------------------------------|---------|-----------|
| PROPERTY NUMBERS Total: 1 | | |
| Property Type | Number | Word Mark |
| Registration Number: | 2647888 | |

CORRESPONDENCE DATA

Fax Number: 6518946801
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: 651-894-6800
 Email: sploen@ploen.com
 Correspondent Name: Sean Ploen
 Address Line 1: 100 South Fifth Street, Suite 1900
 Address Line 4: Minneapolis, MINNESOTA 55402

| | |
|-------------------------|------------|
| ATTORNEY DOCKET NUMBER: | HRT-60 |
| NAME OF SUBMITTER: | Sean Ploen |

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|--|--------------|
| Signature: | /Sean Ploen/ |
| Date: | 11/13/2012 |
| Total Attachments: 4 source=Best Doctors -- merger document#page1.tif source=Best Doctors -- merger document#page2.tif source=Best Doctors -- merger document#page3.tif source=Best Doctors -- merger document#page4.tif | |

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FEDERAL IDENTIFICATION
NO. 04-2908444
Fee: \$250.00

Examiner

The Commonwealth of Massachusetts

William Francis Galvin
Secretary of the Commonwealth
One Ashburton Place, Boston, Massachusetts 02108-1512

ARTICLES OF MERGER OF PARENT AND SUBSIDIARY CORPORATIONS (General Laws, Chapter 156B, Section 82)

We, David Seligman, *President ~~XXXXXXXXXX~~

and Evan Falchuk, *Clerk ~~XXXXXXXXXX~~

of Best Doctors, Inc.
(Exact name of corporation)

organized under the laws of Massachusetts and herein called the parent corporation,
certify as follows:

1. That the subsidiary corporation(s) to be merged into the parent corporation is/are:

| <i>NR</i> | NAME | STATE OF ORGANIZATION | DATE OF ORGANIZATION |
|-----------|--------------------|-----------------------|----------------------|
| | Best Doctors, Inc. | South Carolina | May 15, 1997 |

2. The parent corporation, at the date of the vote, owned not less than ninety percent (90%) of the outstanding shares of each class of stock of the subsidiary corporation or corporations with which it has voted to merge.

Item 3 below may be deleted if all the corporations are organized under the laws of Massachusetts and if General Laws, Chapter 156B is applicable to them.

3. That in the case of each of the above named corporations, the laws of the state of its organization, if other than Massachusetts, permit the merger herein described, and that all action required under the laws of each such state in connection with this merger has been duly taken.

**Delete the inapplicable words. In case the parent corporation is organized under the laws of a state other than Massachusetts, these articles are to be signed by officers having corresponding powers and duties.*

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4. That at a meeting of the directors of the parent corporation, the following vote, pursuant to General Laws, Chapter 156B, Section 82, Subsection (a) was duly adopted:

VOTED: That the Corporation merge (the "Merger") into itself Best Doctors, Inc., its wholly-owned subsidiary and a South Carolina corporation ("BDI"); that the Agreement and Plan of Merger by and between the Corporation and BDI, in substantially the form attached hereto as Exhibit A (the "Agreement and Plan of Merger"), be, and it hereby is, adopted and approved; and that the President of the Corporation is hereby authorized, acting singly, to execute and deliver the Agreement and Plan of Merger in the name and on behalf of the Corporation, with such additions, deletions or changes therein as the President may, acting alone, in his sole discretion, deem necessary, desirable, convenient or appropriate and consistent with the best interests of the Corporation, his execution and delivery thereof to be conclusive evidence of his authority to so act and of this approval thereof.

VOTED: That the officers of the Corporation are hereby directed to make, execute and acknowledge (i) Articles of Merger of Parent and Subsidiary Corporations and to cause the same to be filed in the office of the Secretary of State of the Commonwealth of Massachusetts, and (ii) Articles of Merger or Share Exchange and to cause the same to be filed in the office of the Secretary of State of the State of South Carolina, and to do all acts and things whatsoever, whether within or without the Commonwealth of Massachusetts, which may be necessary or proper to effect the Merger and the foregoing vote; and that the Merger shall become effective upon the effective filing of all documents or instruments necessary to perfect the Merger pursuant to the requirements of the Business Corporation Law of the Commonwealth of Massachusetts and the Business Corporation Act of the State of South Carolina.

VOTED: That the officers of the Corporation be, and each of the officers acting alone hereby is, authorized and empowered, for and on behalf of the Corporation, to execute and deliver any and all other documents, papers or instruments and to do or cause to be done any and all such acts and things as they, or any of them, may deem necessary, appropriate or desirable in order to enable the Corporation fully and promptly to carry out the purposes and intents of the foregoing votes.


5. The effective date of the merger shall be the date approved and filed by the Secretary of the Commonwealth. If a *later* effective date is desired, specify such date, which shall not be more than *thirty days* after the date of filing:

N/A

Section 6 below may be deleted if the parent corporation is organized under the laws of Massachusetts.

~~6. The parent corporation hereby agrees that it may be sued in the Commonwealth of Massachusetts for any cause of action
arising out of or in connection with the operations of the corporation, including the operations of the corporation in any state or
country, and that it waives its right to remove any such cause of action to any other court. This agreement shall not be
affected by the fact that the parent corporation is organized under the laws of any other state or country. This agreement
shall not be construed to limit the parent corporation's right to remove any such cause of action to any other court.
The Secretary of the Commonwealth hereby certifies that the foregoing is a true and correct copy of the text of the
articles of incorporation of the parent corporation as provided by Chapter 156C.~~

SIGNED UNDER THE PENALTIES OF PERJURY, this 30th day of December, 2002,

 _____, *President ~~XXXXXXXXXXXX~~

 _____, *Clerk ~~XXXXXXXXXXXX~~ Assistant Clerk

**Delete the inapplicable words. In case the parent corporation is organized under the laws of a state other than Massachusetts, these articles are to be signed by officers having corresponding powers and duties.*

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THE COMMONWEALTH OF MASSACHUSETTS

ARTICLES OF MERGER OF PARENT AND SUBSIDIARY CORPORATIONS

(General Laws, Chapter 156B, Section 82)

I hereby approve the within Articles of Merger of Parent and Subsidiary Corporations and, the filing fee in the amount of \$ 250, having been paid, said articles are deemed to have been filed with me this 31st day of December, 20 02

Effective date: _____



WILLIAM FRANCIS GALVIN
Secretary of the Commonwealth

TO BE FILLED IN BY CORPORATION
Photocopy of document to be sent to:

Jill M. Kerivan

Testa, Hurwitz & Thibault, LLP

125 High Street, Boston, MA 02110

Telephone: (617) 248-7000

RECORDED
COMMONWEALTH
02 DEC 31 AM 11:45
CORPORATION DIVISION