

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM320703

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Apollo Health Street Inc.		04/21/2013	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Sutherland Healthcare Solutions Inc.		
Street Address:	2 Brighton Road		
City:	Clifton		
State/Country:	NEW JERSEY		
Postal Code:	07012		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	1299071	RCR	
CORRESPONDENCE DATA			
Fax Number:			
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
Email:	ipdocket@lw.com		
Correspondent Name:	Latham & Watkins LLP		
Address Line 1:	650 Town Center Drive, Suite 2000		
Address Line 4:	Costa Mesa, CALIFORNIA 92626		
ATTORNEY DOCKET NUMBER:	037753-0006		
NAME OF SUBMITTER:	Rhonda DeLeon		
SIGNATURE:	/Rhonda DeLeon/		
DATE SIGNED:	10/21/2014		
Total Attachments: 11			
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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 ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "SUTHERLAND HEALTHCARE SOLUTIONS INC." AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF INCORPORATION, FILED THE NINTH DAY OF DECEMBER, A.D. 2002, AT 9 O'CLOCK A.M.

CERTIFICATE OF CHANGE OF REGISTERED AGENT, FILED THE TWENTY-THIRD DAY OF MAY, A.D. 2006, AT 7:54 O'CLOCK P.M.

CERTIFICATE OF CHANGE OF REGISTERED AGENT, FILED THE TWELFTH DAY OF FEBRUARY, A.D. 2009, AT 10:15 O'CLOCK A.M.

CERTIFICATE OF OWNERSHIP, FILED THE THIRTY-FIRST DAY OF MARCH, A.D. 2010, AT 8:30 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTY-FIRST DAY OF MARCH, A.D. 2010, AT 11:58 O'CLOCK P.M.


CERTIFICATE OF AMENDMENT, FILED THE TWENTIETH DAY OF SEPTEMBER, A.D. 2010, AT 8 O'CLOCK A.M.

CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "APOLLO HEALTH STREET INC." TO "SUTHERLAND HEALTHCARE SOLUTIONS INC.",

3599775 8100H

141284925




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1774025

DATE: 10-13-14

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

TRADEMARK
REEL: 005384 FRAME: 0886

Delaware

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The First State

FILED THE TWENTY-SECOND DAY OF APRIL, A.D. 2013, AT 5:33 O'CLOCK
P.M.

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



3599775 8100H

141284925

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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1774025

DATE: 10-13-14

TRADEMARK
REEL: 005384 FRAME: 0887

CERTIFICATE OF INCORPORATION

OF

Apollo Health Street Inc.

FIRST: The name of this corporation shall be:

Apollo Health Street Inc.

SECOND: Its registered office in the State of Delaware is to be located at: *15 East North Street*, in the City of *Dover*, County of *Kent, Delaware 19901*, and its registered agent at such address is:

XL CORPORATE SERVICES, INC.

THIRD: The nature of the business and the objects and purposes proposed to be transacted, promoted and carried on are to do any or all things herein mentioned, as fully and to the same extent as natural persons might or could do, and in any part of the world, viz:

The purpose of the corporation is 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: *Ten Thousand (10,000) shares at no par value.*

FIFTH: The name and address of the incorporator is as follows:

Jean M. Sherett
Blumberg Excelsior Corporate Services, Inc.
62 White Street
New York, New York 10013

SIXTH: The Directors shall have power to make and to alter or amend the By-Laws; to fix the amount to be reserved as working capital, and to authorize and cause to be executed, mortgages and liens without limit as to the amount, upon the property and franchise of this corporation.

With the consent in writing, and pursuant to a majority vote of the holders of the capital stock issued and outstanding, the Directors shall have authority to dispose, in any manner, of the whole property of this corporation.

TRADEMARK

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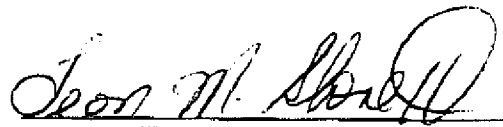
The By-Laws shall determine whether and to what extent the account and books of this corporation, or any of them, shall be open to the inspection of the stockholders; no stockholder shall have any right of inspecting any account, or book, or document of this Corporation except as conferred by the law or the By-Laws, or by resolution of the stockholders.

The stockholders and directors shall have power to hold their meetings and keep the books, documents and papers of the corporation outside of the State of Delaware, at such places as maybe, from time to time, designated by the By-Laws or by resolution of the stockholders or directors, except as otherwise required by the laws of Delaware.

It is the intention that the objects, purposes and powers specified in the paragraph hereof shall, except where otherwise specified in said paragraph, be nowise limited or restricted by referenced to or inference from the terms of any other clause or paragraph in this certificate of incorporation, but that the objects, purposes and powers specified in the paragraph and in each of the clauses, or paragraphs of this charter shall be regarded as independent objects, purposes and powers.

No director of this Corporation shall be liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, except for liability (i) for any 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) under Section 174 of the General Corporation Law, or (iv) for any transaction from which the director derived an improper personal benefit.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this *9th* day of *December, A.D., 2002.*


Jean M. Sherett
Incorporator

State of Delaware
Secretary of State
Division of Corporations
Delivered 10:33 PM 05/23/2006
FILED 07:54 PM 05/23/2006
SRV 060495034 - 3599775 FILE

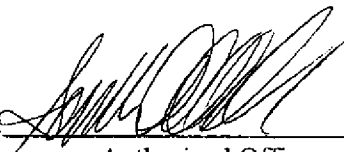
**STATE OF DELAWARE
CERTIFICATE OF CHANGE
OF REGISTERED AGENT AND/OR
REGISTERED OFFICE**

The Board of Directors of Apollo Health Street Inc.,
a Delaware Corporation, on this 23rd day of
May, A.D. 2006, do hereby resolve and order that the
location of the Registered Office of this Corporation within this State be, and the
same hereby is Corporation Trust Center
1209 Orange Street, in the City of Wilmington,
County of New Castle Zip Code 19801.

The name of the Registered Agent therein and in charge thereof upon whom
process against this Corporation may be served, is THE CORPORATION
TRUST COMPANY

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 23rd day of May,
A.D., 2006.

By: 
Authorized Officer

Name: Sonni M. Dellenbach
Print or Type

Title: Vice President

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

The Board of Directors of

APOLLO HEALTH STREET INC.

a Delaware Corporation, on this 26TH day of
JANUARY, A.D. 2009, do hereby resolve and order that the
location of the Registered Office of this Corporation within this State be, and the
same hereby is:

615 South DuPont Highway

City of Dover

County of Kent

19901

The name of the Registered Agent therein and in charge thereof upon whom
process against this Corporation may be served, is:


National Corporate Research, Ltd.

APOLLO HEALTH STREET INC.

a Corporation of Delaware 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 26TH day of JANUARY,
A.D., 2009.

By: _____


Authorized Officer

Name: _____

Ramesh Chopra

Print or Type

Title: _____

Treasurer

State of Delaware
Secretary of State
Division of Corporations
Delivered 10:23 AM 02/12/2009
FILED 10:15 AM 02/12/2009
SRV 090132265 - 3599775 FILE

TRADEMARK
REEL: 005384 FRAME: 0891

STATE OF DELAWARE

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

ARMANTI FINANCIAL SERVICES, INC.,
a Delaware corporation,

WITH AND INTO

APOLLO HEALTH STREET INC.,
a Delaware corporation

March 30, 2010

(Subsidiaries into parent pursuant to Section 253 of the General Corporation Law of Delaware)

Apollo Health Street Inc. (the "Company"), a corporation incorporated on the 9th day of December, 2002, pursuant to the provisions of the General Corporation Law of the State of Delaware;

DOES HEREBY CERTIFY:

FIRST: That the Company owns all of the capital stock of Armanti Financial Services, Inc., a Delaware corporation incorporated on the 17th day of July, 2006, and that by resolutions of its board of directors (the "Board") duly adopted by Unanimous Written Consent dated as of March 30, 2010, the Company determined to and did merge into itself said Armanti Financial Services, Inc., which resolutions are in the following words to wit:

Merger of Armanti Financial Services, Inc. into Apollo Health Street Inc.

WHEREAS, Armanti Financial Services, Inc., a Delaware corporation (the "Subsidiary") is a wholly-owned subsidiary of the Company; and

WHEREAS, the Board deems it advisable and in the Company's best interest and recommends that the Subsidiary be merged with and into the Company upon the terms and conditions set forth in the Plan of Merger and Liquidation by and between the Company and the Subsidiary (the "Plan of Merger"), substantially in the form presented to the Board.

NOW, THEREFORE, BE IT RESOLVED, that the Company is hereby authorized to enter into and perform its obligations under the Plan of Merger; and further

RESOLVED, that each of the officers of the Company be, and each of them hereby is, in the name and on behalf of the Company, authorized, empowered and directed to (i) execute, deliver and perform the Plan of Merger and (ii) execute and file with the Office of the Secretary of State of Delaware a Certificate of Ownership and Merger; and further

RESOLVED, that for U.S. Federal income tax purposes, the Subsidiary shall be deemed to have distributed its assets and liabilities to the Company in exchange for all of the Subsidiary's issued and outstanding capital stock in liquidation of the Subsidiary pursuant to Section 332 of the Internal Revenue Code of 1986, as amended; and further

RESOLVED, that when executed and delivered, the Plan of Merger shall be the valid obligation of and binding upon the Company in the form and content in which it is so executed.

General Authorization

RESOLVED, that each of the officers of the Company be, and each of them hereby is, in the name and on behalf of the Company, and under its corporate seal or otherwise, authorized, empowered and directed to take, or cause to be taken, all such further actions in connection with the transaction contemplated by the foregoing resolutions, and to execute, deliver and perform, or cause to be executed, delivered and performed, all such ancillary documents as they shall deem necessary or advisable to perform the Plan of Merger and otherwise to effectuate the intent and purposes of the foregoing resolutions and the transaction contemplated thereby, such execution, delivery or performance to be conclusive evidence of such approval; and further

RESOLVED, that all acts and things heretofore taken and previously done and all documentation heretofore delivered by any of said officers, or by any individual who currently holds or has held any of said offices, on or prior to the date hereof, in the name and on behalf of the Company in furtherance of the foregoing resolutions, are hereby severally authorized, ratified, adopted, approved and confirmed in all respects and declared to be binding and enforceable obligations of the Company in accordance with the respective terms and provisions thereof.


SECOND: That anything herein or elsewhere to the contrary notwithstanding, this Certificate of Ownership and Merger may be amended or terminated and abandoned by the Board at any time prior to the time that this Certificate of Ownership and Merger becomes effective.

THIRD: That this Certificate of Ownership and Merger shall be effective at 11:58 PM, EDT, on March 31, 2010.

[Signature Page to Follow]

IN WITNESS WHEREOF, said surviving corporation has caused this Certificate of Merger to be signed by an authorized officer as of the date first written above.

APOLLO HEALTH STREET INC.

By: 
Name: Ramesh Chopra
Title: Treasurer

[Signature Page to Certificate of Ownership and Merger]

**STATE OF DELAWARE
CERTIFICATE OF AMENDMENT
OF CERTIFICATE OF INCORPORATION**

The corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware does hereby certify:

FIRST: That at a meeting of the Board of Directors of

Apollo Health Street Inc.

resolutions were duly adopted setting forth a proposed amendment of the Certificate of Incorporation of said corporation, declaring said amendment to be advisable and calling a meeting of the stockholders of said corporation for consideration thereof. The resolution setting forth the proposed amendment is as follows:

RESOLVED, that the Certificate of Incorporation of this corporation be amended by changing the Article thereof numbered "Fourth (4th)" so that, as amended, said Article shall be and read as follows:

The total number of shares of stock which this corporation is authorized to issue is Hundred and One Thousand (101,000) shares at a value of \$1000 each.

SECOND: That thereafter, pursuant to resolution of its Board of Directors, a special meeting of the stockholders of said corporation was duly called and held upon notice in accordance with Section 222 of the General Corporation Law of the State of Delaware at which meeting the necessary number of shares as required by statute were voted in favor of the amendment.

THIRD: That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said corporation has caused this certificate to be signed this 22nd day of September, 2009.

By: [Signature]

Authorized Officer

Title: TREASURER

Name: RAMESH CH **TRADEMARK**

REEL 005084 FRAME: 0895

**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
APOLLO HEALTH STREET INC.**

Apollo Health Street Inc. (the "Corporation"), a corporation organized and existing under the General Corporation Law of the State of Delaware, does hereby certify:

1. That the Board of Directors of the Corporation, by unanimous written consent, adopted resolutions proposing and declaring advisable that Article I of the Certificate of Incorporation relating to the name of the Corporation be amended to read as follows:

"Article I. The name of the Corporation is
Sutherland Healthcare Solutions Inc."

2. That in lieu of a meeting and vote of the stockholders, the holder of all of the outstanding stock entitled to vote thereon has given its written consent to the aforesaid amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

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

IN WITNESS WHEREOF, Apollo Health Street Inc. has caused this Certificate to be signed by Balaji Sekar, its Secretary, this 21 day of April, 2013.

Apollo Health Street Inc.

By: 

Balaji Sekar
Secretary

Doc #01-2657636.1