

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM325233

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER AND CHANGE OF NAME		
EFFECTIVE DATE:	01/30/2014		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Rehabilitation Centers, Inc.		01/29/2014	CORPORATION: MISSISSIPPI
NEWLY MERGED ENTITY DATA			
Name	Execution Date	Entity Type	
Rehab Merger Sub, LLC	01/29/2014	LIMITED LIABILITY COMPANY: MISSISSIPPI	
MERGED ENTITY'S NEW NAME (RECEIVING PARTY)			
Name:	Rehabilitation Centers, LLC		
Street Address:	830 Crescent Centre Drive		
Internal Address:	Suite 610		
City:	Franklin		
State/Country:	TENNESSEE		
Postal Code:	37067		
Entity Type:	LIMITED LIABILITY COMPANY: MISSISSIPPI		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	3852349	MILLCREEK	
CORRESPONDENCE DATA			
Fax Number:	6152446804		
<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>			
Phone:	615-850-8741		
Email:	rfelber@wallerlaw.com		
Correspondent Name:	Robert P. Felber, Jr.		
Address Line 1:	c/o Waller Lansden Dortch & Davis, LLP		
Address Line 2:	511 Union Street, Suite 2700		
Address Line 4:	Nashville, TENNESSEE 37219		
ATTORNEY DOCKET NUMBER:	026219.14946		
NAME OF SUBMITTER:	Robert P. Felber, Jr.		
SIGNATURE:	/ROBERT P. FELBER, JR./		

OP \$40.00 3852349

DATE SIGNED:	12/05/2014
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Total Attachments: 6

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State of Mississippi

Secretary of State's Office

C. Delbert Hosemann, Jr.

Secretary of State
Jackson, Mississippi

REHABILITATION CENTERS, LLC

Business ID: 1034858

The attached 5 pages are true and correct copies of documents filed in the Mississippi Secretary of State's Office pursuant to the Mississippi Code of 1972 Annotated.

This the 10th day of February, 2014.



SECRETARY OF STATE

P.O. Box 136

Jackson, MS 39205

(601) 359-1633

C. Delbert Hosemann, Jr.

C. Delbert Hosemann, Jr.
Secretary of State

OFFICE OF THE MISSISSIPPI SECRETARY OF STATE
P.O. BOX 136, JACKSON, MS 39205-0136 (601) 359-1333
Articles of Merger or Certificate of Merger
For Cross Entity Mergers

The undersigned business entities pursuant to Sections 79-4-11.05 and/or 79-29-209, as amended, hereby execute the following document and sets forth:

1. Name and Type of Entity 1

↕ Rehabilitation Centers, Inc.

2. Name and Type of Entity 2

↕ Rehab Merger Sub, LLC

3. Name and Type of Entity 3

↕

↕ 4. The future effective date is (Complete if applicable)

5. Mark appropriate box

The Plan of Merger is attached (required for merger involving domestic Limited Liability Company).

OR

The Plan of Merger is not attached, nor required to be attached.

6. (a) Name and Type of Surviving Entity

↕ Rehab Merger Sub, LLC

↕ (b) Jurisdiction of Surviving Entity

Mississippi

7. The plan of merger has been approved and executed by each party to the merger. For each domestic limited liability company, the plan of merger was duly approved by the members and, if voting by any separate voting group was required, by each such separate voting group, in the manner required by the Mississippi Limited Liability Company Act and the certificate of formation and limited liability company agreement

8. The plan of merger and the performance of its terms are duly authorized by all actions required by the laws under which each entity is organized, or by which each entity is governed, and by each entity's organizational documents.

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 P.O. BOX 136, JACKSON, MS 39205-0136 (601) 359-1333
Articles of Merger or Certificate of Merger
For Cross Entity Mergers

9. Mark appropriate box (Applicable to each corporation which is a party to the merger).

⇓ (a) Shareholder approval of the plan of merger was not required.

OR

⇓ (b) The plan of merger was duly approved by the ^{share}shareholders and, if voting by any separate voting group was required, by each such separate voting group, in the manner required by the Mississippi Business Corporation Act and the articles of incorporation;

(1) the designation, number of outstanding shares, and number of votes entitled to be cast by each class entitled to vote separately on the plan as to each corporation were -

Name of Corporation	Class	No. of outstanding	No. of votes entitled to be cast	No. of votes present
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⇓ <input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

AND EITHER

a. the total number of votes cast for and against the plan by each class entitled to vote separately on the plan was

Name of Corporation	Class	Total no. of votes cast FOR the Plan	Total no. of votes cast AGAINST the Plan
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⇓ <input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

OR

b. the total number of undisputed votes cast for the plan separately by each class was

Name of Corporation	Class	Total no. of undisputed votes cast FOR the Plan
⇓ <input type="text"/>	<input type="text"/>	<input type="text"/>
⇓ <input type="text"/>	<input type="text"/>	<input type="text"/>

And the number of votes present and the number of votes cast for the plan by each class was sufficient for approval by that class.

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P.O. BOX 136, JACKSON, MS 39205-0136 (601) 359-1333
Articles of Merger or Certificate of Merger
For Cross Entity Mergers

Name of Entity 1

Rehabilitation Centers, Inc.

By: Signature

Ch

(Please keep writing within blocks)

Printed Name

Christopher L. Howard

Title

VP and Secretary

Name of Entity 2

Rehab Merger Sub, LLC

By: Signature

Ch

(Please keep writing within blocks)

Printed Name

Christopher L. Howard

Title

VP & Secretary

Name of Entity 3

By: Signature

(Please keep writing within blocks)

Printed Name

Title

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PLAN OF MERGER

OF

REHABILITATION CENTERS, INC.
(a Mississippi corporation)

with and into

REHAB MERGER SUB, LLC
(a Mississippi corporation)

THIS PLAN OF MERGER (the "Plan") is made and entered into as of this 29th day of January, 2014, by and between Rehabilitation Centers, Inc., a Mississippi corporation ("Merging Corporation"), and Rehab Merger Sub, LLC, a Mississippi limited liability company ("Surviving Company").

WHEREAS, the board of directors and sole shareholder of the Merging Corporation and the sole member of the Surviving Company have determined that it is in the best interests of their respective companies to effect the Merger, as defined below, provided for herein upon the terms and conditions set forth herein;

NOW, THEREFORE, in consideration of the foregoing, the parties hereto adopt the following Plan of Merger and agree as follows:

1. The undersigned intend that (i) the Plan of Merger constitutes a "plan of liquidation" within the meaning of Section 332 of the Internal Revenue Code of 1986, as amended (the "Code"), and the Treasury regulations thereunder and (ii) the Merger shall qualify as a complete liquidation of the Merging Corporation under Section 332 of the Code and Treasury regulations thereunder.

2. Subject to the terms and conditions of this Plan, the Merging Corporation shall be merged with and into Surviving Company, and the separate corporate existence of Merging Corporation shall thereupon cease (collectively, the "Merger"). The corporate identity, existence, powers, rights and immunities of Surviving Company shall continue unimpaired by the Merger, and Surviving Company shall succeed to and shall possess all the assets, properties, rights, privileges, powers, franchises, immunities and purposes, and be subject to all the debts, liabilities, obligations, restrictions and duties of Merging Corporation, all without further act or deed. Surviving Company shall continue to be governed by the laws of the State of Mississippi.

4. At the Effective Time, the outstanding ownership interests of Surviving Company immediately prior to the merger shall remain outstanding and unchanged, and the outstanding capital stock of Merging Corporation immediately prior to the Merger shall be cancelled without consideration.


5. The name of the Surviving Company shall be changed to Rehabilitation Centers, LLC.

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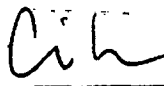
IN WITNESS WHEREOF, the undersigned have caused this Plan to be executed as of the date first set forth above.

REHABILITATION CENTERS, INC.

By: 
Christopher L. Howard
Vice President and Secretary

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REHAB MERGER SUB, LLC

By: 
Christopher L. Howard
Vice President and Secretary

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