

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM326646

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	11/14/2014		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Marketing Technology Solutions Inc.		11/14/2014	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	QH Acquisition Sub, LLC		
Street Address:	3280 Peachtree Rd. NE		
Internal Address:	Suite 600		
City:	Atlanta		
State/Country:	GEORGIA		
Postal Code:	30305		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 5			
Property Type	Number	Word Mark	
Registration Number:	2940053	QUALITYHEALTH	
Registration Number:	3260756	QUALITYHEALTH.COM	
Registration Number:	3609726	HEALTHOGRAPHICS	
Registration Number:	3479837	QH CONNECT	
Registration Number:	3479836	QH EXTEND	
CORRESPONDENCE DATA			
Fax Number:	8032559831		
<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:	803-799-2000		
Email:	ip@nelsonmullins.com		
Correspondent Name:	Nelson Mullins Riley & Scarborough LLP		
Address Line 1:	100 North Tryon Street		
Address Line 2:	42nd Floor, IP Department		
Address Line 4:	Charlotte, NORTH CAROLINA 28202		
ATTORNEY DOCKET NUMBER:	35481/09021		
NAME OF SUBMITTER:	Charles G. Zug		

CH \$140.00 2940053

SIGNATURE:	/Charles G. Zug/
DATE SIGNED:	12/18/2014
Total Attachments: 4 source=QH Acquisition Sub LLC#page1.tif source=QH Acquisition Sub LLC#page2.tif source=QH Acquisition Sub LLC#page3.tif source=QH Acquisition Sub LLC#page4.tif	

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"MARKETING TECHNOLOGY SOLUTIONS INC.", A DELAWARE CORPORATION,

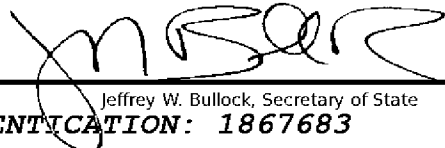
WITH AND INTO "QH ACQUISITION SUB, LLC" UNDER THE NAME OF "QH ACQUISITION SUB, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FOURTEENTH DAY OF NOVEMBER, A.D. 2014, AT 12:18 O'CLOCK P.M.

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

5632512 8100M

141411073




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1867683

DATE: 11-14-14

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

TRADEMARK
REEL: 005422 FRAME: 0290

CERTIFICATE OF MERGER

Merging

MARKETING TECHNOLOGY SOLUTIONS INC.
(a Delaware corporation)

with and into

QH ACQUISITION SUB, LLC
(a Delaware limited liability company)

November 14, 2014

Pursuant to Section 18-209 of the Delaware Limited Liability Company Act, (the "DLLCA"), QH Acquisition Sub, LLC, a Delaware limited liability company (the "Company"), does hereby certify the following information relating to the merger (the "Merger") of Marketing Technology Solutions Inc., a Delaware corporation ("MTS"), with and into the Company, with the Company continuing as the surviving limited liability company of the Merger:

FIRST: That the name and state of incorporation or organization of each constituent entity that is a party to the Merger (the "Constituent Entities") are as follows:

<u>Name</u>	<u>State of Incorporation or Organization</u>
QH Acquisition Sub, LLC	Delaware
Marketing Technology Solutions Inc.	Delaware

SECOND: That an Agreement and Plan of Merger, dated as of November 3, 2014 (the "Merger Agreement"), by and among the parties to the Merger, setting forth the terms and conditions of the Merger, has been approved, adopted, certified, executed and acknowledged by each of the Constituent Entities in accordance with the DLLCA.

THIRD: That the name of the surviving entity of the Merger shall be QH Acquisition Sub, LLC (the "Surviving Entity").

FOURTH: That upon the effectiveness of the Merger, the Certificate of Organization of the Surviving Entity, as originally filed with the Secretary of State of the State of Delaware on November 3, 2014 shall remain in effect and shall not be amended.

FIFTH: That the executed Merger Agreement is on file at the principal place of business of the Surviving Entity. The address of said principal place of business is 3280 Peachtree Rd. NE, Suite 600, Atlanta, GA 30305.

SIXTH: That a copy of the Merger Agreement will be furnished by the Surviving Entity upon request and without cost to any member of Surviving Entity or any stockholder of Bactes.

SEVENTH: That this Certificate of Merger and the Merger provided for herein shall be effective upon the filing of this Certificate of Merger with the Secretary of State of the State of Delaware.

[Signature page follows]

IN WITNESS WHEREOF, QH Acquisition Sub, LLC has caused this Certificate of Merger to be executed by an authorized officer as of the day first above written.

QH ACQUISITION SUB, LLC

By: Sharecare, Inc., its Manager

By: 

Name: Colin Daniel

Title: VP, Finance