

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM332753

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	05/02/2014		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
AMERIDOC, LLC		05/02/2014	LIMITED LIABILITY COMPANY: FLORIDA
RECEIVING PARTY DATA			
Name:	TELADOC, INC.		
Street Address:	4100 Spring Valley, Suite 515		
City:	Dallas		
State/Country:	TEXAS		
Postal Code:	75244		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	3991490	AMERIDOC	
CORRESPONDENCE DATA			
Fax Number:	2146616629		
<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:	214-953-6019		
Email:	acrow@jw.com		
Correspondent Name:	Alden Crow		
Address Line 1:	901 Main Street, Suite 6000		
Address Line 4:	Dallas, TEXAS 75202		
ATTORNEY DOCKET NUMBER:	124965.1		
NAME OF SUBMITTER:	Alden Crow		
SIGNATURE:	/Alden Crow/		
DATE SIGNED:	02/20/2015		
Total Attachments: 4			
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CH \$40.00 3991490

Delaware

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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:

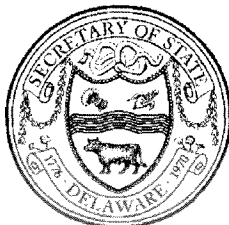
"AMERIDOC, LLC", A FLORIDA LIMITED LIABILITY COMPANY, WITH AND INTO "TELADOC, INC." UNDER THE NAME OF "TELADOC, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SECOND DAY OF MAY, A.D. 2014, AT 1:17 O'CLOCK P.M.

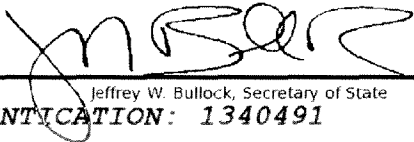
A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

4596317 8100M

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1340491

DATE: 05-02-14

TRADEMARK
REEL: 005463 FRAME: 0164

CERTIFICATE OF MERGER

OF

**AMERIDOC, LLC,
a Florida limited liability company**

with and into

**TELADOC, INC.,
a Delaware corporation**

(UNDER SECTION 264 OF THE GENERAL
CORPORATION LAW OF THE STATE OF DELAWARE)

In accordance with Section 264(c) of the Delaware General Corporation Law (the "DGCL"), the undersigned does hereby certify:

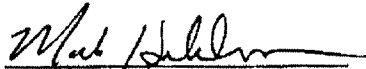
1. The name and state of incorporation of each of the constituent entities are:
 - a. AmeriDoc, LLC, a Florida limited liability company ("AmeriDoc"); and
 - b. Teladoc, Inc., a Delaware corporation ("Teladoc").
2. An Agreement and Plan of Merger (the "Merger Agreement") has been approved, adopted, certified, executed and acknowledged by each of the constituent entities.
3. Pursuant to the Merger Agreement, AmeriDoc will merge with and into Teladoc (the "Merger"), with Teladoc being the surviving corporation (the "Surviving Corporation"). The name of the Surviving Corporation is "Teladoc, Inc.". The Surviving Corporation is a Delaware corporation.
4. The Certificate of Incorporation of the Surviving Corporation shall be its Certificate of Incorporation.
5. The executed Merger Agreement pursuant to which the Merger is being consummated is on file at the principal place of business of the Surviving Corporation. The address of the principal place of business of the Surviving Corporation is One Sound Shore Drive, Suite 300, Greenwich, Connecticut 06830.
6. A copy of the Merger Agreement will be furnished by the Surviving Corporation, on request and without charge, to any stockholder of the constituent corporation or any member of the constituent limited liability company.

7. The merger is to become effective on May 2, 2014 (the "Effective Date"). On the Effective Date, the separate existence of AmeriDoc shall cease, and the Surviving Corporation shall survive the merger.

[Signature Page follows]

IN WITNESS WHEREOF, the undersigned corporation has caused its duly authorized officer to execute and deliver this Certificate of Merger as of May 2, 2014.

TELADOC, INC.

By: 
Name: Mark Hirschhorn
Title: Chief Financial Officer

[Signature Page to AmeriDoc Certificate of Merger]