### TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1 Stylesheet Version v1.2

ETAS ID: TM343563

SUBMISSION TYPE: NEW ASSIGNMENT
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**NATURE OF CONVEYANCE:** CHANGE OF NAME

#### **CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
MEDSEEK INC.		09/25/2014	CORPORATION: DELAWARE

#### **RECEIVING PARTY DATA**

Name:	INFLUENCE HEALTH, INC.	
Street Address:	3000 Riverchase Galleria	
Internal Address:	s: Suite 1500	
City:	Birmingham	
State/Country:	Country: ALABAMA	
Postal Code:	al Code: 35244	
Entity Type:	tity Type: CORPORATION: DELAWARE	

#### **PROPERTY NUMBERS Total: 1**

	Property Type	Number	Word Mark
S	Serial Number:	86361505	INFLUENCE HEALTH

#### CORRESPONDENCE DATA

Fax Number: 2054886267

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.

Phone: 205-521-8267 devans@babc.com Email:

**Correspondent Name:** Donita Evans

Address Line 1: 1819 Fifth Avenue North

Address Line 2: Bradley Arant Boult Cummings LLP Address Line 4: Birmingham, ALABAMA 35203

ATTORNEY DOCKET NUMBER:	T206734-301006
NAME OF SUBMITTER:	Donita Evans
SIGNATURE:	/donita evans/
DATE SIGNED:	06/04/2015

#### **Total Attachments: 5**

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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 RESTATED CERTIFICATE OF "MEDSEEK INC.", CHANGING ITS

NAME FROM "MEDSEEK INC." TO "INFLUENCE HEALTH, INC.", FILED IN

THIS OFFICE ON THE TWENTY-FIFTH DAY OF SEPTEMBER, A.D. 2014, AT

4:50 O'CLOCK P.M.

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

3004743 8100

141223740

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

Jeffrey W. Bullock, Secretary of State

AUTHENTICATION: 1731137

DATE: 09-25-14

State of Delaware Secretary of State Division of Corporations Delivered 04:50 PM 09/25/2014 FILED 04:50 PM 09/25/2014 SRV 141223740 - 3004743 FILE

### CERTIFICATE OF SECOND AMENDED AND RESTATED

#### CERTIFICATE OF INCORPORATION

OF

#### MEDSEEK INC.

Adopted in accordance with the provisions of Section 242 and Section 245 of the General Corporation Law of the State of Delaware

The undersigned, being the duly elected Chief Executive Officer of MedSeek Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation"), does hereby certify as follows:

- 1. The Corporation filed its original Certificate of Incorporation with the Delaware Secretary of State on February 22, 1999 under the name MedSeek Inc.
- 2. The Board of Directors of the Corporation, pursuant to unanimous written consent, adopted the resolutions set forth below proposing the amendment and restatement to the Certificate of Incorporation of the Corporation (the "Restatement"):

"RESOLVED, that the Certificate of Incorporation of the Corporation be, and it hereby is, amended and restated, in its entirety, in accordance with the provisions of Section 242 and Section 245 of the General Corporation Law of the State of Delaware as set forth on **Exhibit A** attached hereto and made a part hereof."

- 3. The Restatement was duly adopted in accordance with Section 242 and Section 245 of the General Corporation Law of the State of Delaware by the Board of Directors of the Corporation.
- 4. The Restatement was duly adopted in accordance with Section 228 and Section 242 of the General Corporation Law of the State of Delaware by the sole stockholder of the Corporation.

\* \* \* \*

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IN WITNESS WHEREOF, the undersigned does hereby certify under penalty of perjury that this Certificate of Second Amended and Restated Certificate of Incorporation is the act and deed of the Corporation, and the facts stated herein are true, and accordingly has hereunto set his hand on this 25th day of September, 2014.

MEDSEEK INC., a Delaware corporation

By:

/s/ Peter Kuhn

Peter Kuhn

Chief Executive Officer

{MedSeek Inc. -DE Second A&R Certificate of Incorporation re Influence Health, Inc. name change}

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#### Exhibit A

# SECOND AMENDED AND RESTATED

#### CERTIFICATE OF INCORPORATION

**OF** 

#### INFLUENCE HEALTH, INC.

#### ARTICLE ONE

The name of the corporation is Influence Health, Inc.

#### ARTICLE TWO

The address of the corporation's registered office in the State of Delaware is Corporation Trust Center, 1209 Orange Street, in the City of Wilmington, County of New Castle, Delaware 19801. The name of its registered agent at such address is The Corporation Trust Company.

#### ARTICLE THREE

The nature of the business or purposes to be conducted or promoted is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware.

#### **ARTICLE FOUR**

The total number of shares of stock which the corporation has authority to issue is one thousand (1,000) shares of Common Stock, with a par value of \$0.01 per share.

#### ARTICLE FIVE

The corporation is to have perpetual existence.

#### ARTICLE SIX

In furtherance and not in limitation of the powers conferred by statute, the board of directors of the corporation is expressly authorized to make, alter or repeal the by-laws of the corporation.

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#### ARTICLE SEVEN

Meetings of stockholders may be held within or without the State of Delaware, as the bylaws of the corporation may provide. The books of the corporation may be kept outside the State of Delaware at such place or places as may be designated from time to time by the board of directors or in the by-laws of the corporation. Election of directors need not be by written ballot unless the by-laws of the corporation so provide.

#### **ARTICLE EIGHT**

To the fullest extent permitted by the General Corporation Law of the State of Delaware as the same exists or may hereafter be amended, a director of this corporation shall not be liable to the corporation or its stockholders for monetary damages for a breach of fiduciary duty as a director. Any repeal or modification of this <u>ARTICLE EIGHT</u> shall not adversely affect any right or protection of a director of the corporation existing at the time of such repeal or modification.

#### **ARTICLE NINE**

The corporation expressly elects not to be governed by Section 203 of the General Corporation Law of the State of Delaware.

#### **ARTICLE TEN**

The corporation reserves the right to amend, alter, change or repeal any provision contained in this certificate of incorporation in the manner now or hereafter prescribed herein and by the laws of the State of Delaware, and all rights conferred upon stockholders herein are granted subject to this reservation.

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RECORDED: 06/04/2015