

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM415455

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	MERGER
<b>EFFECTIVE DATE:</b>	06/08/2011

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Accountable Health Plans of America, Inc.		06/08/2011	Corporation: TEXAS

**RECEIVING PARTY DATA**

<b>Name:</b>	Interplan Health Group, Inc.
<b>Street Address:</b>	222 W. Las Colinas Blvd.
<b>Internal Address:</b>	600N
<b>City:</b>	Irving
<b>State/Country:</b>	TEXAS
<b>Postal Code:</b>	75039
<b>Entity Type:</b>	Corporation: DELAWARE

**PROPERTY NUMBERS Total: 1**

Property Type	Number	Word Mark
<b>Serial Number:</b>	75530636	ACCOUNTABLE HEALTH PLANS

**CORRESPONDENCE DATA****Fax Number:**

*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:** 214574283  
**Email:** braden.brown@healthsmart.com  
**Correspondent Name:** Braden Brown  
**Address Line 1:** 222 W. Las Colinas Blvd.  
**Address Line 2:** 600N  
**Address Line 4:** Irving, TEXAS 75039

<b>NAME OF SUBMITTER:</b>	Braden Brown
<b>SIGNATURE:</b>	/braden brown/
<b>DATE SIGNED:</b>	02/08/2017

**Total Attachments: 7**

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**Form 623  
(Revised 12/08)**

Return in duplicate to:  
Secretary of State  
P.O. Box 13697  
Austin, TX 78711-3697  
512 463-5555  
FAX: 512 463-5709  
**Filing Fee: see instructions**



This space reserved for office use.

**FILED**  
In the Office of the  
Secretary of State of Texas  
JUN 08 2011  
**Corporations Section**

**Parent-Subsidiary  
Certificate of Merger  
Business Organizations Code**

**Parties to the Merger**

Pursuant to chapter 10 of the Texas Business Organizations Code, and the title applicable to each domestic filing entity identified below, the undersigned parties submit this certificate of merger.

The name, organizational form, and state of incorporation or organization, and file number, if any, issued by the secretary of state for the parent and subsidiary organization(s) are as follows:

**Parent**

INTERPLAN HEALTH GROUP, INC.

Name of Organization

The organization is a FOR-PROFIT CORPORATION It is organized under the laws of  
*Specify organizational form (e.g., for-profit corporation)*

DELAWARE USA The file number, if any, is \_\_\_\_\_  
*State Country Texas Secretary of State file number*

If not a domestic entity, its registered or principal office address in its jurisdiction of formation is:

2711 CENTERVILLE ROAD WILMINGTON DE USA  
*Street Address City State Country*

**Subsidiary 1**

ACCOUNTABLE HEALTH PLANS OF AMERICA, INC.

Name of Organization

The organization is a: FOR-PROFIT CORPORATION It is organized under the laws of:  
*Specify organizational form (e.g., for-profit corporation)*

TEXAS USA The file number, if any, is 127165200  
*State Country Texas Secretary of State file number*

If not a domestic entity, its registered or principal office address in its jurisdiction of formation is:

\_\_\_\_\_  
*Street Address City State Country*

The number of outstanding ownership interests of each class or series and the number and percentage of ownership interests of each class or series owned by the parent organization are as follows:

<i>Number of ownership interests outstanding</i>	<i>Class</i>	<i>Series</i>	<i>Number owned by parent</i>	<i>Percentage Owned</i>
1,000			1,000	100%

The organization will survive the merger.  The organization will not survive the merger.

**Subsidiary 2**

Name of Organization

The organization is a: \_\_\_\_\_ It is organized under the laws of:  
*Specify organizational form (e.g., for-profit corporation)*

The file number, if any, is: \_\_\_\_\_

*State* \_\_\_\_\_ *Country* \_\_\_\_\_ *Texas Secretary of State file number* \_\_\_\_\_  
If not a domestic entity, its registered or principal office address in its jurisdiction of formation is:

*Street Address* \_\_\_\_\_ *City* \_\_\_\_\_ *State* \_\_\_\_\_ *Country* \_\_\_\_\_

The number of outstanding ownership interests of each class or series and the number and percentage of ownership interests of each class or series owned by the parent organization are as follows:

*Number of ownership interests outstanding*    *Class*                    *Series*                    *Number owned by parent*                    *Percentage Owned*

The organization will survive the merger.                     The organization will not survive the merger.

Subsidiary 3

*Name of Organization*

The organization is a: \_\_\_\_\_ It is organized under the laws of:

*Specify organizational form (e.g., for-profit corporation)*

The file number, if any, is: \_\_\_\_\_

*State* \_\_\_\_\_ *Country* \_\_\_\_\_ *Texas Secretary of State file number* \_\_\_\_\_

If not a domestic entity, its registered or principal office address in its jurisdiction of formation is:

*Street Address* \_\_\_\_\_ *City* \_\_\_\_\_ *State* \_\_\_\_\_ *Country* \_\_\_\_\_

The number of outstanding ownership interests of each class or series and the number and percentage of ownership interests of each class or series owned by the parent organization are as follows:

*Number of ownership interests outstanding*    *Class*                    *Series*                    *Number owned by parent*                    *Percentage Owned*

The organization will survive the merger.                     The organization will not survive the merger.

### Resolution of Merger

A copy of the resolution of merger is attached.

The attached resolution was adopted and approved by the governing authority of the parent organization as required by the laws of its jurisdiction of formation and by its governing documents.

The resolution was adopted by the parent organization on \_\_\_\_\_  
*mm/dd/yyyy*

### Organizations Created by Merger

The name, jurisdiction of organization, principal place of business address, and entity description of each entity or other organization to be created pursuant to the resolution of merger are set forth below. The certificate of formation of each new domestic filing entity to be created is being filed with this certificate of merger.

N/A

*Name of New Organization 1* \_\_\_\_\_ *Jurisdiction* \_\_\_\_\_ *Entity Type (See instructions)* \_\_\_\_\_

*Principal Place of Business Address* \_\_\_\_\_ *City* \_\_\_\_\_ *State* \_\_\_\_\_ *Zip Code* \_\_\_\_\_

Name of New Organization 2 Jurisdiction Entity Type (See instructions)

Principal Place of Business Address City State Zip Code

Name of New Organization 3 Jurisdiction Entity Type (See instructions)

Principal Place of Business Address City State Zip

Effectiveness of Filing (Select either A, B, or C.)

- A. [X] This document becomes effective when the document is accepted and filed by the secretary of state.
B. [ ] This document becomes effective at a later date, which is not more than ninety (90) days from the date of signing. The delayed effective date is:
C. [ ] This document takes effect on the occurrence of the future event or fact, other than the passage of time. The 90th day after the date of signing is:
The following event or fact will cause the document to take effect in the manner described below:

Tax Certificate

- [ ] Attached hereto is a certificate from the comptroller of public accounts that all taxes under title 2, Tax Code, have been paid by the non-surviving filing entity.
[X] In lieu of providing the tax certificate, one or more of the surviving, acquiring or newly created organizations will be liable for the payment of the required franchise taxes.

Execution

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument. The undersigned certifies that the statements contained herein are true and correct, and that the person signing is authorized under the provisions of the Business Organizations Code, or other law applicable to and governing the parent organization, to execute the filing instrument.

Date: 6/1/2011

INTERPLAN HEALTH GROUP, INC.
Parent Organization Name
Signature of authorized person (see instructions)
JAMES M. PENNINGTON, PRESIDENT
Printed or typed name of authorized person

**RESOLUTIONS BY THE UNANIMOUS WRITTEN CONSENT  
OF THE BOARD OF DIRECTORS  
OF  
INTERPLAN HEALTH GROUP, INC.**

June 1, 2011

The undersigned, being all of the directors of Interplan Health Group, Inc., a Delaware corporation (the "Corporation"), take the following action by written consent as permitted by Section 141 of the General Corporation Law of Delaware.

**NOW, THEREFORE, BE IT RESOLVED**, that the merger of Accountable Health Plans of America, Inc., a Texas corporation, with and into the Corporation, pursuant to the terms set forth in the Plan of Merger dated June 1, 2011 (the "Plan"), attached hereto as "Exhibit A," is hereby approved and adopted.

**IN WITNESS WHEREOF**, the undersigned, being all of the directors of the Company have executed this consent as of the date first above written.

  
\_\_\_\_\_  
Ted L. Parker

\_\_\_\_\_  
Daniel D. Crowley

\_\_\_\_\_  
Thomas R. Banks

**TRADEMARK**

**REEL: 005985 FRAME: 0662**

**RESOLUTIONS BY THE UNANIMOUS WRITTEN CONSENT  
OF THE BOARD OF DIRECTORS  
OF  
INTERPLAN HEALTH GROUP, INC.**

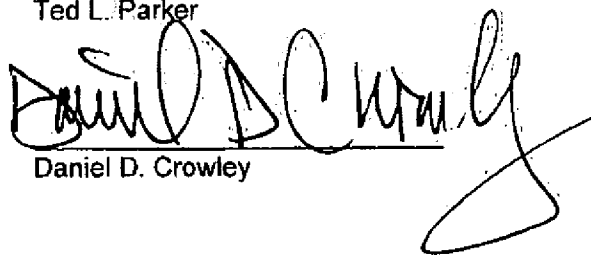
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\_\_\_\_\_  
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\_\_\_\_\_  
Ted L. Parker

\_\_\_\_\_  
Daniel D. Crowley

  
\_\_\_\_\_  
Thomas R. Banks



**EXHIBIT A**

**PLAN OF MERGER**

This PLAN OF MERGER is approved on June 1, 2011 by resolution adopted by at least a majority vote of the members of the Board of Directors of Interplan Health Group, Inc., a Delaware business corporation, for the purpose of merging Accountable Health Plans of America, Inc., its wholly-owned subsidiary corporation of the State of Texas into Interplan Health Group, Inc.

1. Interplan Health Group, Inc., as the owner of all of the outstanding shares of Accountable Health Plans of America, Inc., hereby merges Accountable Health Plans of America, Inc. into Interplan Health Group, Inc.

2. The separate existence of Accountable Health Plans of America, Inc. shall cease upon the effective date of the merger pursuant to the laws of the State of Texas and Interplan Health Group, Inc. shall continue its existence as the surviving corporation pursuant to the provisions of the said General Corporation Law of Delaware.

3. The issued shares of Accountable Health Plans of America, Inc. shall not be converted in any manner, but each said share which is issued as of the effective date of the merger shall be surrendered and extinguished.

4. The Board of Directors and the proper officers of Accountable Health Plans of America, Inc. and of Interplan Health Group, Inc., respectively, are hereby authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file and/or record any and all instruments, papers, and documents which shall be or become necessary, proper, or convenient to carry out or put into effect any of the provisions of this Plan of Merger or of the merger herein provided for.

The merger herein provided for shall become effective in the State of Delaware upon the filing and recording of such required documents with the Secretary of State.