

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM422217

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	03/28/2017

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Vitality Group Holdings, Inc.		03/28/2017	Corporation: DELAWARE

RECEIVING PARTY DATA

Name:	Vitality Group International, Inc.
Street Address:	200 W Monroe St., Ste 1900
City:	Chicago
State/Country:	ILLINOIS
Postal Code:	60601
Entity Type:	Corporation: DELAWARE

PROPERTY NUMBERS Total: 37

Property Type	Number	Word Mark
Serial Number:	77398932	THE VITALITY GROUP
Serial Number:	76358633	VITALITY REWARDS
Serial Number:	77207122	VITALITY BUCKS
Serial Number:	76358631	VITALITY STATUS
Serial Number:	77969810	VITALITY STATUS
Serial Number:	77831512	INTELLIGENT INCENTIVES
Serial Number:	77969834	VITALITY
Serial Number:	86489732	VITALITY
Serial Number:	85010231	VITALITY CHAMP
Serial Number:	85010229	VITALITY AGE
Serial Number:	85291536	PERSONAL PATHWAYS
Serial Number:	85703895	VITALITY HEALTHYFOOD
Serial Number:	85923913	VITALITY INSTITUTE
Serial Number:	86106677	DISCOVERY GROUP
Serial Number:	86106684	DISCOVERY LIFE
Serial Number:	86106693	DISCOVERY VITALITY
Serial Number:	86106704	DISCOVERY HEALTH
Serial Number:	86106751	DISCOVERY

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Property Type	Number	Word Mark
Serial Number:	86176999	VITALITY MALL
Serial Number:	86186161	VITALITY MALL
Serial Number:	86923572	VITALITY ACTIVE REWARDS
Serial Number:	77420025	VITALITY CHECK
Serial Number:	86569370	VITALITY WHEEL
Serial Number:	86947020	VITALITY POINTS
Serial Number:	86947044	VITALITY GOALS
Serial Number:	86947066	VITALITY HEALTH REVIEW
Serial Number:	86947070	VITALITY SQUARES
Serial Number:	86947074	VITALITY CHAMP
Serial Number:	86947454	VITALITY CONTRIBUTION MANAGER
Serial Number:	86947469	VITALITY SMARTER CHOICES
Serial Number:	86947477	SMARTER CHOICES. STRONGER BUSINESSES. HA
Serial Number:	86947485	SMARTER CHOICES. STRONGER BUSINESSES. EM
Serial Number:	86947523	VITALITY TODAY
Serial Number:	86956435	PERSONAL PATHWAY
Serial Number:	87201331	SHARED VALUE INSURANCE
Serial Number:	87267398	VITALITY HEALTHYMIND
Serial Number:	87267400	VITALITY HEALTH FYI

CORRESPONDENCE DATA

Fax Number: 3177133699

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: 3177133500

Email: efstrademarks@taftlaw.com

Correspondent Name: Amy Wright

Address Line 1: One Indiana Square, Suite 3500

Address Line 2: c/o Taft Stettinius & Hollister LLP

Address Line 4: Indianapolis, INDIANA 46204

ATTORNEY DOCKET NUMBER: VIT06-00100

NAME OF SUBMITTER: Amy Wright

SIGNATURE: /Amy Wright/

DATE SIGNED: 04/03/2017

Total Attachments: 2

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Delaware

The First State

Page 1

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:

"VITALITY GROUP HOLDINGS, INC.", A DELAWARE CORPORATION, WITH AND INTO "VITALITY GROUP INTERNATIONAL, INC." UNDER THE NAME OF "VITALITY GROUP INTERNATIONAL, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE ON THE TWENTY-EIGHTH DAY OF MARCH, A.D. 2017, AT 3:03 O`CLOCK P.M.

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




Jeffrey W. Bullock, Secretary of State

6309322 8100M
SR# 20172077374

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

Authentication: 202291079
Date: 03-29-17

TRADEMARK
REEL: 006025 FRAME: 0139

**STATE OF DELAWARE
CERTIFICATE OF MERGER OF
DOMESTIC CORPORATIONS**

Pursuant to Title 8, Section 251(c) of the Delaware General Corporation Law, the undersigned corporation executed the following Certificate of Merger:

FIRST: The name of the surviving corporation is VITALITY GROUP INTERNATIONAL, INC., and the name of the corporation being merged into this surviving corporation is VITALITY GROUP HOLDINGS, INC.

SECOND: The Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations.

THIRD: The name of the surviving corporation is VITALITY GROUP INTERNATIONAL, INC. a Delaware corporation,

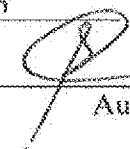
FOURTH: The Certificate of Incorporation of the surviving corporation shall be its Certificate of Incorporation.

FIFTH: The merger is to become effective on March 28, 2017,

SIXTH: The Agreement of Merger is on file at 200 West Monroe Street, Suite 1900 Chicago, IL 60606, the place of business of the surviving corporation.

SEVENTH: A copy of the Agreement of Merger will be furnished by the surviving corporation on request, without cost, to any stockholder of the constituent corporations.

IN WITNESS WHEREOF, said surviving corporation has caused this certificate to be signed by an authorized officer, the 28th day of March, A.D., 2017.

By:  _____
Authorized Officer

Name: Barry Swartzberg
Print or Type

Title: CEO, Vitality Group International, Inc.