

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM447489

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
TriZetto Corporation		02/21/2017	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	Cognizant TriZetto Software Group, Inc.		
Street Address:	9655 Maroon Circle		
City:	Englewood		
State/Country:	COLORADO		
Postal Code:	80112		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Serial Number:	86934070	ENGAGETRANZFORM	
Serial Number:	87034787	HEALTH TRANZFORM	
Serial Number:	86949831	PAPERRESOLVE LOCKBOX	
Serial Number:	86945147	FACETS	
CORRESPONDENCE DATA			
Fax Number:	2027995000		
<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:	2027994000		
Email:	alberto.zacapa@dlapiper.com		
Correspondent Name:	David M. Kramer, DLA Piper LLP (US)		
Address Line 1:	500 Eighth Street, NW		
Address Line 4:	Washington, D.C. 20004		
ATTORNEY DOCKET NUMBER:	359176-000363		
NAME OF SUBMITTER:	David M. Kramer		
SIGNATURE:	/David M. Kramer/		
DATE SIGNED:	10/17/2017		
Total Attachments: 5			
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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 RESTATED CERTIFICATE OF "TRIZETTO CORPORATION", CHANGING ITS NAME FROM "TRIZETTO CORPORATION" TO "COGNIZANT TRIZETTO SOFTWARE GROUP, INC.", FILED IN THIS OFFICE ON THE TWENTY-FIRST DAY OF FEBRUARY, A.D. 2017, AT 6:34 O`CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID RESTATED CERTIFICATE IS THE TWENTY-SECOND DAY OF FEBRUARY, A.D. 2017 AT 12:01 O`CLOCK A.M.

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




Jeffrey W. Bullock, Secretary of State

2755340 8100
SR# 20171099081

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

Authentication: 202074989
Date: 02-21-17

TRADEMARK
REEL: 006183 FRAME: 0610

**NINTH AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION
OF
TRIZETTO CORPORATION**

TriZetto Corporation, a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation"), does hereby certify:

FIRST: That the name of the Corporation is TriZetto Corporation and that the original Certificate of Incorporation (the "Certificate of Incorporation") of the Corporation was filed with the Secretary of State of the State of Delaware on May 27, 1997 under the name "M C Health Holdings, Inc."

SECOND: That the provisions of the Certificate of Incorporation as herein amended are hereby restated and integrated into a single instrument which is set forth on Exhibit A hereto (the "Ninth Amended and Restated Certificate of Incorporation").

THIRD: That the Board of Directors of the Corporation, by unanimous written consent of its members, adopted a resolution proposing and declaring advisable the Ninth Amended and Restated Certificate of Incorporation.

FOURTH: That in lieu of a meeting and vote of stockholders, the sole stockholder of the Corporation has given unanimous written consent to the Ninth Amended and Restated Certificate of Incorporation in accordance with the provisions of § 228 of the General Corporation Law of the State of Delaware.

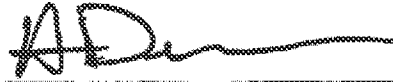
FIFTH: That the Ninth Amended and Restated Certificate of Incorporation was duly adopted in accordance with the applicable provisions of §§ 228, 242 and 245 of the General Corporation Law of the State of Delaware.

SIXTH: That the Certificate of Incorporation of the Corporation as amended and restated herein shall become effective at 12:01 a.m. Eastern Standard Time on February 22, 2017 and read in its entirety as set forth on Exhibit A hereto.

[Signature Page Follows]

In Witness Whereof, the Corporation has caused this certificate to be signed this 17th
day of February 2017.

TRIZETTO CORPORATION



Name: Harry Demas
Title: Vice President, Legal and Secretary

*[Signature Page to Ninth Amended and Restated Certificate of Incorporation of
TriZetto Corporation]*

TRADEMARK
REEL: 006183 FRAME: 0612

EXHIBIT A

Ninth Amended and Restated Certificate of Incorporation

**NINTH AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION
OF
COGNIZANT TRIZETTO SOFTWARE GROUP, INC.**

FIRST: The name of the corporation is:

Cognizant TriZetto Software Group, Inc.

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

THIRD: The nature of the business or purpose 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 Delaware.

FOURTH: The total number of shares of capital stock which the corporation shall have authority to issue is three thousand (3,000) shares of Common Stock; each such share shall have a \$0.01 par value.

FIFTH: The corporation shall have perpetual existence.

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

SEVENTH: Elections of directors need not be by written ballot unless the By-Laws of the corporation shall so provide. Meetings of stockholders may be held within or without the State of Delaware, as the By-Laws may provide. The books of the corporation may be kept (subject to any provision contained in the statutes) 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.

EIGHTH: Directors of the corporation shall not be liable to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, except to the extent such exemption from liability or limitation thereof is not permitted under the General Corporation Law of the State of Delaware as the same exists or may hereafter be amended. Any amendment, modification or repeal of the foregoing sentence shall not adversely affect any right or protection of a director of the corporation hereunder in respect of any act or omission occurring prior to the time of such amendment, modification or repeal.

NINTH: The corporation reserves the right to amend, alter, change or repeal any provision contained in this Ninth Amended and Restated Certificate of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.