

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM601499

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	09/11/2020		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
OnFocus Healthcare, Inc.		09/11/2020	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	MedeAnalytics, Inc.		
Street Address:	501 W. President George Bush Highway		
Internal Address:	Suite 250		
City:	Richardson		
State/Country:	TEXAS		
Postal Code:	75080		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	1506249	DESIGN YOUR FUTURE	
CORRESPONDENCE DATA			
Fax Number:	2123553333		
<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:	2128138800		
Email:	tadmin@goodwinlaw.com, sallirampersad@goodwinlaw.com		
Correspondent Name:	Goodwin Procter LLP		
Address Line 1:	620 Eighth Avenue		
Address Line 4:	New York, NEW YORK 10018		
ATTORNEY DOCKET NUMBER:	132097-237724		
NAME OF SUBMITTER:	Shaleena Alli-Rampersad, Paralegal		
SIGNATURE:	/Shaleena Alli-Rampersad/		
DATE SIGNED:	10/06/2020		
Total Attachments: 7			
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EXHIBIT A

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 OWNERSHIP, WHICH MERGES:

"ONFOCUS HEALTHCARE, INC.", A DELAWARE CORPORATION, WITH AND INTO "MEDEANALYTICS, INC." UNDER THE NAME OF "MEDEANALYTICS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE ON THE ELEVENTH DAY OF SEPTEMBER, A.D. 2020, AT 5:44 O'CLOCK P.M.



Handwritten signature of Jeffrey W. Bullock, Secretary of State of Delaware, written in black ink over a horizontal line.

2351889 8100M
SR# 20207237308

Authentication: 203643310
Date: 09-11-20

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

TRADEMARK
REEL: 007068 FRAME: 0532

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

**ONFOCUS HEALTHCARE, INC.
WITH AND INTO
MEDEANALYTICS, INC.**

**Pursuant to Title 8, Section 253 of the
General Corporation Law of the State of Delaware**

MedeAnalytics, Inc., a corporation organized and existing under the laws of the State of Delaware (the "Company"), pursuant to Section 253 of the General Corporation Law of the State of Delaware ("DGCL"), does hereby certify:

FIRST: The Company was incorporated pursuant to the DGCL.

SECOND: The Company owns all of the issued and outstanding shares of the capital stock of OnFocus Healthcare, Inc., a corporation organized and existing under the laws of the State of Delaware (the "Subsidiary").

THIRD: The Board of Directors of the Company, by the resolutions duly adopted by the unanimous written consent on September 11, 2020, and attached hereto and made a part hereof as Exhibit A, determined to merge the Subsidiary with and into the Company pursuant to Section 253 of the DGCL.

FOURTH: The Company shall be the surviving corporation of the merger of the Subsidiary with and into the Company.

FIFTH: The Merger shall become effective upon the filing of this certificate of ownership and merger with the Secretary of State of the State of Delaware.

[Signature page follows]

IN WITNESS WHEREOF, MEDEANALYTICS, INC. has caused this certificate to be signed
by the undersigned on its behalf this 11 day of September 2020.

MEDEANALYTICS, INC.

By: 
Name: James Hagan
Title: Chief Financial Officer, Chief
Administrative Officer and
Corporate Secretary

Signature Page to Certificate of Ownership and Merger
(OnFocus Healthcare, Inc. into MedeAnalytics, Inc.)

EXHIBIT A

Resolutions of the Board of Directors of the Company

[see attached.]

Privileged & Confidential

**ACTION BY WRITTEN CONSENT
OF
THE BOARD OF DIRECTORS
OF
MEDEANALYTICS, INC.**

September 11, 2020

The undersigned, being all of the members of the Board of Directors (the "Board") of MedeAnalytics, Inc., a Delaware corporation (the "Company"), acting pursuant to Section 141(f) of the General Corporation Law of the State of Delaware (the "DGCL"), hereby adopt, by this written consent (this "Written Consent"), the following resolutions with the same force and effect as if they had been unanimously adopted at a duly convened meeting of the Board and direct that this Written Consent be filed with the minutes of the proceedings of the Board:

WHEREAS, the Company owns all of the outstanding shares of the capital stock of OnFocus Healthcare, Inc., a Delaware corporation (the "Subsidiary"); and

WHEREAS, the Board deems it advisable, fair to and in the best interest of the Company and its stockholders to merge the Subsidiary with and into the Company (the "Merger"), with the Company remaining as the surviving entity (the "Surviving Corporation"), pursuant to and in accordance with Sections 253 and 259 of the DGCL.

NOW, THEREFORE, BE IT:

RESOLVED, that the Subsidiary be merged with and into the Company;

FURTHER RESOLVED, that the Merger shall become effective upon the filing of a certificate of ownership and merger with the Secretary of State of the State of Delaware (the "Effective Time");

FURTHER RESOLVED, that the separate existence of the Subsidiary shall cease upon the Effective Time, and from and after the Effective Time, the Surviving Corporation shall possess all the rights, privileges, powers and franchises and be subject to all of the debts, liabilities and duties of the Subsidiary, all as provided by the applicable provisions of the DGCL;

FURTHER RESOLVED, that by virtue of the Merger and without any action on the part of the holder thereof, each then outstanding share of capital stock of the Subsidiary shall be canceled, and no consideration shall be issued in respect thereof;

FURTHER RESOLVED, that without any action on the part of holder thereof, each then outstanding share of capital stock of the Company shall remain unchanged and continue to remain outstanding as capital stock of the Surviving Corporation;

FURTHER RESOLVED, that the certificate of incorporation and the bylaws of the Company as in effect immediately prior to the Effective Time shall continue in full force and effect as the certificate of incorporation and the bylaws of the Surviving Corporation;

FURTHER RESOLVED, that the directors and officers of the Company immediately prior to the Effective Time (such officers, the "Authorized Officers") shall continue as the directors and officers of the Surviving Corporation, in each case, until their respective successors are duly effected or appointed and qualified;

FURTHER RESOLVED, that all previous action taken or agreements entered into by the officers, directors or representatives of the Company on behalf of the Company in carrying out the Merger into full force and effect are hereby ratified, confirmed, approved and adopted as duly authorized acts of the Company in all respects and for all purposes;

FURTHER RESOLVED, that the Authorized Officers be and they hereby are authorized and directed to do all acts and things whatsoever, where within or without the State of Delaware; which may be in any way necessary or proper to effect the Merger;

FURTHER RESOLVED, that the Authorized Officers be, and each such officer hereby is, authorized (i) to prepare, execute, deliver and perform, as the case may be, such agreements, letters, amendments, applications, approvals, certificates, communications, consents, demands, directions, documents, further assurances, instruments, notices, orders, requests, resolutions, supplements or undertakings, (ii) to pay or cause to be paid on behalf of the Company any related costs and expenses and (iii) to take such other actions, in the name and on behalf of the Company, as each such officer, in his or her discretion, will deem necessary or advisable to complete and effect the foregoing transactions or to carry out the intent and purposes of the foregoing resolutions and the transactions contemplated thereby, the preparation, execution, delivery and performance of any such agreements, letters, amendments, applications, approvals, certificates, communications, consents, demands, directions, documents, further assurances, instruments, notices, orders, requests, resolutions, supplements or undertakings, the payment of any such costs or expenses and the performance of any such other acts to be conclusive evidence of the approval of the Board thereof and all matters relating thereto; and

FURTHER RESOLVED, that this Written Consent of the Board may be executed in two or more counterparts, which together shall constitute one and the same document.

{Signature page follows}

IN WITNESS WHEREOF, the undersigned have executed this Written Consent as of the date first written above.

Decided by:
David J. Weiss
David Weiss

Decided by:
S. Scott Crabill
S. Scott Crabill

Decided by:
Paul Zuber
Paul A. Zuber

Decided by:
Paul Kaiser
Paul Kaiser

Decided by:
Erik Akopiantz
Erik Akopiantz

Decided by:
Eric Shuey
Eric Shuey

Decided by:
Michael J. Supple
Michael J. Supple

Decided by:
Tara Gadgil
Tara Gadgil

Signature Page to Written Consent of Board of Directors of MedAnalytics, Inc.
(OnFocus Healthcare, Inc. merging into MedAnalytics, Inc.)