

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM633977

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	12/31/2019		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Cotiviti Holdings, Inc.		12/31/2019	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	Cotiviti, Inc.		
Street Address:	201 Jones Road		
Internal Address:	4th Floor		
City:	Waltham		
State/Country:	MASSACHUSETTS		
Postal Code:	02451		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	5556103		
CORRESPONDENCE DATA			
Fax Number:	2127352000		
<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:	212-735-2811		
Email:	mribando@skadden.com		
Correspondent Name:	Skadden, Arps, Slate, Meagher & Flom LLP		
Address Line 1:	One Manhattan West		
Address Line 2:	Monique L. Ribando		
Address Line 4:	New York, NEW YORK 10001-8602		
ATTORNEY DOCKET NUMBER:	201730/9		
NAME OF SUBMITTER:	Kendall Ickes		
SIGNATURE:	/kendall ickes/		
DATE SIGNED:	03/23/2021		
Total Attachments: 3			
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CERTIFICATE OF MERGER

OF

COTIVITI HOLDINGS, INC.
(a Delaware corporation)

WITH AND INTO

COTIVITI, INC.
(a Delaware corporation)

December 31, 2019

Pursuant to Section 251 of the General
Corporation Law of the State of Delaware

Cotiviti, Inc., a Delaware corporation, does hereby certify:

FIRST: The name and state of incorporation of each of the constituent corporations to the Merger (as defined below) (the "Constituent Corporations") are as follows:

<u>Name</u>	<u>State of Incorporation</u>
Cotiviti Holdings, Inc.	Delaware
Cotiviti, Inc.	Delaware

SECOND: That certain Agreement and Plan of Merger, dated as of December 31, 2019 (the "Merger Agreement"), by and between Cotiviti, Inc., a Delaware corporation ("Parent"), and Cotiviti Holdings, Inc., a Delaware corporation ("Sub"), has been approved, adopted, executed and acknowledged by each of the Constituent Corporations in accordance with Section 251 of the General Corporation Law of the State of Delaware.

THIRD: Pursuant to the Merger Agreement, Sub will merge with and into Parent (the "Merger"). Following the Merger, Parent will continue as the surviving corporation and the separate corporate existence of Sub will cease.

FOURTH: The name of the surviving corporation following the Merger shall be Cotiviti, Inc. (the "Surviving Corporation").

FIFTH: The certificate of incorporation of Parent in effect immediately prior to the effective time of the Merger shall be the certificate of incorporation of the Surviving Corporation.

SIXTH: The Merger is to become effective at 11:59 P.M. E.D.T. on December 31, 2019.

SEVENTH: An executed copy of the Merger Agreement is on file at the office of the Surviving Corporation at 201 Jones Road, 4th Floor, Waltham, MA 02451.

EIGHTH: A copy of the Merger Agreement will be furnished by the Surviving Corporation, upon request and without cost, to any stockholder of either Constituent Corporation.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, Cotiviti, Inc. has caused this Certificate of Merger to be executed in its corporate name as of the date first written above.

COTIVITI, INC.

DocuSigned by:
Emad Rizk

By: _____
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Name: Emad Rizk

Title: Chief Executive Officer and President

[Signature Page to Certificate of Merger]