

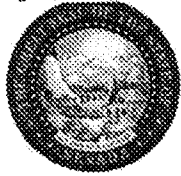
TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM786494

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	11/04/2022		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
RMDY Health, Inc.		11/04/2022	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	OptimizeRx Corporation		
Street Address:	400 Water Street, Suite 200		
City:	Rochester		
State/Country:	MICHIGAN		
Postal Code:	48307		
Entity Type:	Corporation: NEVADA		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Serial Number:	78508202	DIETWATCH	
Serial Number:	87829781	RMDY	
CORRESPONDENCE DATA			
Fax Number:	6179041703		
<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:	7815854504		
Email:	tmg@gtclawgroup.com		
Correspondent Name:	Jennifer Heisler Lavalley		
Address Line 1:	One University Ave., Ste 302B		
Address Line 4:	Westwood, MASSACHUSETTS 02090		
NAME OF SUBMITTER:	Jennifer Heisler Lavalley, GTC Law Group		
SIGNATURE:	/Jennifer Heisler Lavalley/		
DATE SIGNED:	02/13/2023		
Total Attachments: 4			
source=OptimizeRx Corporation (RMDY Health Inc.) Articles of Conversion - Exchange - Merger 102822#page1.tif			
source=OptimizeRx Corporation (RMDY Health Inc.) Articles of Conversion - Exchange - Merger 102822#page2.tif			
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source=OptimizeRx Corporation (RMDY Health Inc.) Articles of Conversion - Exchange - Merger 102822#page4.tif			

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BARBARA K. CEGAVSKA
 Secretary of State
 202 North Carson Street
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Filed in the Office of <i>Barbara K. Cegavska</i>	Business Number E0559322008-4
Secretary of State State Of Nevada	Filing Number 20222804208
	Filed On 11/4/2022 2:18:00 PM
	Number of Pages 4

ABOVE SPACE IS FOR OFFICE USE ONLY

Articles of Conversion/Exchange/Merger

NRS 92A.200 and 92A.205

This filing completes the following: Conversion Exchange Merger

TYPE OR PRINT - USE DARK INK ONLY - DO NOT HIGHLIGHT

1. Entity Information:
 (Constituent, Acquired
 or Merging)

Entity Name: RMDY Health, Inc.
 Jurisdiction: Delaware Entity Type*: Corporation
If more than one entity being acquired or merging please attach additional page.

2. Entity Information:
 (Resulting, Acquiring
 or Surviving)

Entity Name: OptimizeRx Corporation
 Jurisdiction: Nevada Entity Type*: Corporation

**3. Plan of Conversion,
 Exchange or Merger:**
 (select one box)

- The entire plan of conversion, exchange or merger is attached to these articles.
- The complete executed plan of conversion is on file at the registered office or principal place of business of the resulting entity. The entire plan of exchange or merger is on file at the registered office of the acquiring corporation, limited-liability company or business trust, or at the records office address if a limited partnership, or other place of business of the acquiring entity (NRS 92A.200).
- The complete executed plan of conversion for the resulting domestic limited partnership is on file at the records office required by NRS 88.330. (Conversion only)

4. Approval:
 (If more than one entity
 being acquired or
 merging please attach
 additional approval
 page.)

- Exchange/Merger:**
 Owner's approval (NRS 92A.200) (options a, b or c must be used for each entity)
- A. Owner's approval was not required from the:
- Acquired/merging
 - Acquiring/surviving
- B. The plan was approved by the required consent of the owners of:
- Acquired/merging
 - Acquiring/surviving
- C. Approval of plan of exchange/merger for Nevada non-profit corporation (NRS 92A.160):
- Non-profit Corporations only: The plan of exchange/merger has been approved by the directors of the corporation and by each public officer or other person whose approval of the plan of merger is required by the articles of incorporation of the domestic corporation.
- Acquired/merging
 - Acquiring/surviving

RMDY Health, Inc.

Name of acquired/merging entity

OptimizeRx Corporation

Name of acquiring/surviving entity

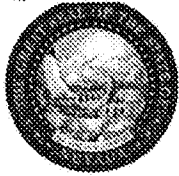
**5. Effective Date and
 Time: (Optional)**

Date: _____ Time: _____
 (must not be later than 90 days after the certificate is filed)

* corporation, limited partnership, limited-liability limited partnership, limited-liability company or business trust.

Page 1 of 4
 Revised: 1/1/2019

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Articles of Conversion/Exchange/Merger

NRS 92A.200 and 92A.205

This filing completes the following: Conversion Exchange Merger

TYPE OR PRINT - USE DARK INK ONLY - DO NOT HIGHLIGHT

4. Approval Continued:
(If more than one entity being acquired or merging please attach additional approval page.)

Exchange/Merger:

Owner's approval (NRS 92A.200) (options a, b or c must be used for each entity)

- A. Owner's approval was not required from the:
 - Acquired/merging
 - Acquiring/surviving

- B. The plan was approved by the required consent of the owners of:
 - Acquired/merging
 - Acquiring/surviving

- C. Approval of plan of exchange for Nevada non-profit corporation (NRS 92A.160):

Non-profit Corporations only: The plan of exchange/merger has been approved by the directors of the corporation and by each public officer or other person whose approval of the plan of merger is required by the articles of incorporation of the domestic corporation.

- Acquired/merging
- Acquiring/surviving

Name of acquired/merging entity

Name of acquiring/surviving entity

4. Approval Continued:
(If more than one entity being acquired or merging please attach additional approval page.)

Exchange/Merger:

Owner's approval (NRS 92A.200) (options a, b or c must be used for each entity)

- A. Owner's approval was not required from the:
 - Acquired/merging
 - Acquiring/surviving

- B. The plan was approved by the required consent of the owners of:
 - Acquired/merging
 - Acquiring/surviving

- C. Approval of plan of exchange for Nevada non-profit corporation (NRS 92A.160):

Non-profit Corporations only: The plan of exchange/merger has been approved by the directors of the corporation and by each public officer or other person whose approval of the plan of merger is required by the articles of incorporation of the domestic corporation.

- Acquired/merging
- Acquiring/surviving

Name of acquired/merging entity

Name of acquiring/surviving entity

* corporation, limited partnership, limited-liability limited partnership, limited-liability company or business trust.



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Articles of Conversion/Exchange/Merger

NRS 92A.200 and 91A.205

**6. Forwarding
 Address for Service
 of Process:**

(Conversion and Mergers
 only, if resulting/surviving
 entity is foreign)

Name

Country

Care of:

Address

City

State Zip/Postal Code

**7. Amendment, if any,
 to the articles or
 certificate of the
 surviving entity. (NRS
 92A.200):**
 (Merger only) **

** Amended and restated articles may be attached as an exhibit or integrated into the articles of merger. Please entitle them "Restated" or "Amended and Restated," accordingly. The form to accompany restated articles prescribed by the secretary of state must accompany the amended and/or restated articles. Pursuant to NRS 92A.180 (merger of subsidiary into parent - Nevada parent owning 90% or more of subsidiary), the articles of merger may not contain amendments to the constituent documents of the surviving entity except that the name of the surviving entity may be changed.

8. Declaration:
 (Exchange and
 Merger only)

Exchange:

- The undersigned declares that a plan of exchange has been adopted by each constituent entity (NRS 92A.200).

Merger: (Select one box)

- The undersigned declares that a plan of merger has been adopted by each constituent entity (NRS 92A.200).
- The undersigned declares that a plan of merger has been adopted by the parent domestic entity (NRS 92A.180).

**9. Signature
 Statement: (Required)**

Conversion:

A plan of conversion has been adopted by the constituent entity in compliance with the law of the jurisdiction governing the constituent entity.

Signatures - must be signed by:

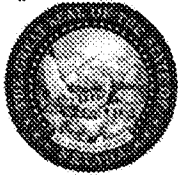
1. If constituent entity is a Nevada entity: an officer of each Nevada corporation; all general partners of each Nevada limited partnership or limited-liability limited partnership; a manager of each Nevada limited-liability company with managers or one member if there are no managers; a trustee of each Nevada business trust; a managing partner of a Nevada limited-liability partnership (a.k.a. general partnership governed by NRS chapter 87).
2. If constituent entity is a foreign entity: must be signed by the constituent entity in the manner provided by the law governing it.

Name of constituent entity

Form will be returned if unsigned.
 This form must be accompanied by appropriate fees.

Page 3 of 4
 Revised: 1/1/2019

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Articles of Conversion/Exchange/Merger

NRS 92A.200 and 91A.205

9. Signature Statement
Continued: (Required)

Exchange:
Signatures - Must be signed by: An officer of each Nevada corporation; All general partners of each Nevada limited partnership; All general partners of each Nevada limited-liability limited partnership; A manager of each Nevada limited-liability company with managers or a member if there are no Managers; A trustee of each Nevada business trust (NRS 92A.230)
Unless otherwise provided in the certificate of trust or governing instrument of a business trust, an exchange must be approved by all the trustees and beneficial owners of each business trust that is a constituent entity in the exchange.
The articles of exchange must be signed by each foreign constituent entity in the manner provided by the law governing it (NRS 92A.230). Additional signature blocks may be added to this page or as an attachment, as needed.

Merger:
Signatures - Must be signed by: An officer of each Nevada corporation; All general partners of each Nevada limited partnership; All general partners of each Nevada limited-liability limited partnership; A manager of each Nevada limited-liability company with managers or one member if there are no managers; A trustee of each Nevada business trust (NRS 92A.230).
The articles of merger must be signed by each foreign constituent entity in the manner provided by the law governing it (NRS 92A.230). Additional signature blocks may be added to this page or as an attachment, as needed.

10. Signature(s):
(Required)

RMDY Health, Inc.

Name of acquired/merging entity
 William J. Febbo Individual November 4, 2022
Signature (Exchange/Merger) Title Date

If more than one entity being acquired or merging please attach additional page of information and signatures.

OptimizeRx Corporation

Name of acquiring/surviving entity
 William J. Febbo Individual November 4, 2022
Signature (Exchange/Merger) Title Date

_____ Title Date
Signature of Constituent Entity (Conversion)

Please include any required or optional information in space below:
(attach additional page(s) if necessary)