

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM828914

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	MERGER		
<b>EFFECTIVE DATE:</b>	07/01/2014		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
A-Life Medical, LLC		07/01/2014	Limited Liability Company: CALIFORNIA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Optum360, LLC		
<b>Street Address:</b>	13625 Technology Drive		
<b>City:</b>	Eden Prairie		
<b>State/Country:</b>	MINNESOTA		
<b>Postal Code:</b>	55344		
<b>Entity Type:</b>	Limited Liability Company: DELAWARE		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3020035	ACTUS	
<b>Registration Number:</b>	2399582	LIFECODE	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>			
<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>			
<b>Phone:</b>	4048851500		
<b>Email:</b>	tmatlanta@seyfarth.com		
<b>Correspondent Name:</b>	Joseph V. Myers III		
<b>Address Line 1:</b>	1075 Peachtree St. NE, #2500		
<b>Address Line 4:</b>	Atlanta, GEORGIA 30309		
<b>ATTORNEY DOCKET NUMBER:</b>	023845-009071		
<b>NAME OF SUBMITTER:</b>	Stephen D. Lott		
<b>SIGNATURE:</b>	/Stephen D. Lott/		
<b>DATE SIGNED:</b>	08/02/2023		
<b>Total Attachments: 4</b>			
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source=Certificate of Merger - ALM into O360 - CA (2014-07-01)#page2.tif			

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201323810243



State of California Secretary of State

OBE MERG

Certificate of Merger

(California Corporations Code sections

1113(g), 3203(g), 6019.1, 8019.1, 9640, 12540.1, 15911.14, 16915(b) and 17710.14)

FILED Secretary of State State of California

JUN 11 2014

EFFECTIVE DATE

IPC RB/gh 7.1.2014 This Space For Filing Use Only

IMPORTANT - Read all instructions before completing this form.

Table with 4 columns: NAME OF SURVIVING ENTITY, TYPE OF ENTITY, CA SECRETARY OF STATE FILE NUMBER, JURISDICTION. Row 1: Optum360, LLC, LLC, N/A, Delaware. Row 2: A-Life Medical, LLC, LLC, 201323810243, California.

Table with 2 main columns: SURVIVING ENTITY, DISAPPEARING ENTITY. Each has sub-columns for CLASS AND NUMBER AND PERCENTAGE VOTE REQUIRED. Values: Units of Membership/Interests, 100.

10. IF EQUITY SECURITIES OF A PARENT PARTY ARE TO BE ISSUED IN THE MERGER, CHECK THE APPLICABLE STATEMENT. [ ] No vote of the shareholders of the parent party was required. [X] The required vote of the shareholders of the parent party was obtained.

11. IF THE SURVIVING ENTITY IS A DOMESTIC LIMITED LIABILITY COMPANY, LIMITED PARTNERSHIP, OR PARTNERSHIP, PROVIDE THE REQUISITE CHANGES (IF ANY) TO THE INFORMATION SET FORTH IN THE SURVIVING ENTITY'S ARTICLES OF ORGANIZATION, CERTIFICATE OF LIMITED PARTNERSHIP OR STATEMENT OF PARTNERSHIP AUTHORITY. None

12. IF A DISAPPEARING ENTITY IS A DOMESTIC LIMITED LIABILITY COMPANY, LIMITED PARTNERSHIP, OR PARTNERSHIP, AND THE SURVIVING ENTITY IS NOT A DOMESTIC ENTITY OF THE SAME TYPE, ENTER THE PRINCIPAL ADDRESS OF THE SURVIVING ENTITY. 13625 Technology Drive, Eden Prairie, MN, 55344

13. OTHER INFORMATION REQUIRED TO BE STATED IN THE CERTIFICATE OF MERGER BY THE LAWS UNDER WHICH EACH CONSTITUENT OTHER BUSINESS ENTITY IS ORGANIZED. None

14. STATUTORY OR OTHER BASIS UNDER WHICH A FOREIGN OTHER BUSINESS ENTITY IS AUTHORIZED TO EFFECT THE MERGER. Title 6, Section 18-209 fo the Delaware Limited Liability Company Act. 15. FUTURE EFFECTIVE DATE, IF ANY. 07 - 01 - 2014

16. ADDITIONAL INFORMATION SET FORTH ON ATTACHED PAGES, IF ANY, IS INCORPORATED HEREIN BY THIS REFERENCE AND MADE PART OF THIS CERTIFICATE.

17. I CERTIFY UNDER PENALTY OF PERJURY UNDER THE LAWS OF THE STATE OF CALIFORNIA THAT THE FOREGOING IS TRUE AND CORRECT OF MY OWN KNOWLEDGE. I DECLARE I AM THE PERSON WHO EXECUTED THIS INSTRUMENT, WHICH EXECUTION IS MY ACT AND DEED.

SIGNATURE OF AUTHORIZED PERSON FOR THE SURVIVING ENTITY: William J. Miller, Manager, 6/10/14. SIGNATURE OF AUTHORIZED PERSON FOR THE DISAPPEARING ENTITY: William J. Miller, Manager, 6/10/14.

For an entity that is a business trust, real estate investment trust or an unincorporated association, set forth the provision of law or other basis for the authority of the person signing:

## AGREEMENT AND PLAN OF MERGER

This Agreement and Plan of Merger (this "Agreement") is entered into as of May 29, 2014, by and between A-Life Medical, LLC, a California limited liability company ("ALMLLC") and Optum360, LLC, a Delaware limited liability company ("O360").

**WHEREAS**, ALMLLC and O360 desire to merge into a single limited liability company as hereinafter specified.

**NOW THEREFORE**, the parties to the Agreement, in consideration of the mutual covenants, agreements, and provisions hereinafter contained do hereby prescribe the terms and conditions of said merger and the mode of carrying the same into effect as follows:

**FIRST**, at the Effective Time (as defined below), ALMLLC will be merged with and into O360, and O360 shall continue as the surviving company, pursuant to the terms and conditions of this Agreement and in accordance with applicable provisions of law.

**SECOND**, at the Effective Time (as defined below), the surviving company, O360, agrees to the following:

- (a) It may be served in the State of California in a proceeding for the enforcement of an obligation of any constituent entity and in a proceeding to enforce the rights of any holder of a dissenting interest in a constituent domestic limited liability company.
- (b) It irrevocably appoints the California Secretary of State as its agent for service of process. Process may be forwarded to 13625 Technology Drive, Eden Prairie, MN 55344.
- (c) It will promptly pay the holder of any dissenting interest in a constituent domestic limited liability company the amount to which that person is entitled under the laws of the State of California.

**THIRD**, the Certificate of Formation of O360, which is the surviving company, as heretofore amended and as in effect on the date of the merger provided for in this Agreement, shall continue in full force and effect as the Certificate of Formation of the corporation surviving the merger.

**FOURTH**, the manner and basis of converting the membership interest of each of the constituent companies into the interests, shares or other securities of the surviving corporation shall be as follows:

- (a) At the Effective Time, each membership interest of ALMLLC shall be cancelled without consideration and all rights in respect of shall thereupon cease to exist.
- (b) At the Effective Time, each membership interest of O360 which is outstanding immediately prior to the merger shall continue to be outstanding and shall be one membership interest of the surviving company.

**FIFTH**, the terms and conditions of the merger are as follows:

- (a) The operating agreement of O360 as it shall exist on the effective date of this Merger shall be and remain the operating agreement of the surviving company until the same shall be altered, amended or repealed as therein provided.
- (b) The manager and officers of O360 shall continue in office as the manager and officers of the surviving company until the next annual meeting of member and until their successors shall have been elected and qualified.
- (c) The merger shall become effective (the "Effective Time") on July 1, 2014.

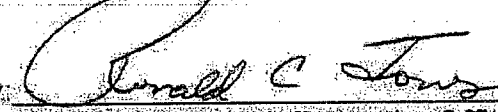
201322810743  
TRADEMARK

REEL: 008153 FRAME: 0538

IN WITNESS WHEREOF, the parties to this Agreement have caused this Agreement to be duly executed as of the date and year first above written.

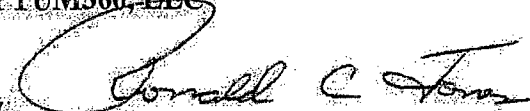
A-LIFE MEDICAL, LLC

By

  
Ronald C. Jones, Chief Executive Officer

OPTUM360, LLC

By

  
Ronald C. Jones, Chief Executive Officer