

08-04-2000

FORM PTO 1594

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HEET

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

7.12.00

101422833

To the Honorable Commissioner of

attached original documents or copy thereof.

1. Name of conveying party(ies):

DCC/The Dependent Care Connection, Inc.

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation-State of Connecticut
- Other:

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):

Name: **LifeCare.com, Inc.**
 Internal Address: _____
 Street Address: **400 Nyala Farms Road
 Westport, Connecticut 06880**

- Individual(s) citizenship:
- Association:
- General Partnership:
- Limited Partnership:
- Corporation - State of Connecticut
- Other:

If assignee is not domiciled in the United States, a domestic representative designation is attached:

[] []
Yes No

(Designations must be a separate document from assignment)

Additional names(s) & address(es) attached? [] [X]
Yes No

3. Nature of conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other _____

Execution Date: **May 5, 2000**

4. Application number(s) or registration number(s):

A. Trademark Application No(s).
SEE ATTACHED PAGE 2

B. Trademark Registration No(s).
SEE ATTACHED PAGE 2

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: **Barry R. Lipsitz**

Internal Address: _____

Street Address: **755 Main Street
Building No. 8**

City: **Monroe** State: **CT** ZIP: **06468**

6. Total number of applications and registrations involved: **17**

7. Total fee (37 CFR 3.41).....\$ **440.00**

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:
The Commissioner is hereby authorized to charge any deficiency in the payment of the required fee(s) or credit any overpayment to Deposit Account No. 50-0625.

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Barry R. Lipsitz

July 10, 2000

Name of Person Signing

Signature

Date

08/03/2000 HTMA11 00000166 75548035

Total number of pages including cover sheet, attachments and document: **5**

01 FC:481
02 FC:482

Documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

**TRADEMARK
REEL: 002114 FRAME: 0905**

Application number(s) or registration number(s):

Application Nos.

| <u>Mark</u> | <u>Application No.</u> |
|---------------------------------|-------------------------------|
| (1) EAP NET | 75/548,035 |
| (2) DCC TECHNOLOGIES | 75/579,430 |
| (3) BENEWORKS | 75/605,244 |
| (4) LIFECARE | 75/914,899 |
| (5) LIFECARENET.COM | 75/829,225 |
| (6) LIFECARE.COM | 75/891,390 |
| (7) MAKING LIFE A LITTLE EASIER | 75/917,105 |
| (8) LIFECARE.COM and Design | 75/914,956 |

Registration Nos.

| <u>Mark</u> | <u>Registration No.</u> |
|---------------------------------------|--------------------------------|
| (1) FOR A LIFETIME OF SMART CHOICES | 2,284,497 |
| (2) ABC ACCESS BACKUP CARE and Design | 2,318,338 |
| (3) ACCESS BACKUP CARE | 2,318,339 |
| (4) MOTHERS AT WORK and Design | 2,320,875 |
| (5) SOLUTIONS BEGIN WITH PEOPLE | 2,321,055 |
| (6) FLEXWORKS | 2,321,365 |
| (7) LIFECARE NET | 2,162,965 |
| (8) LIFECARE | 2,133,453 |
| (9) DCC | 1,931,749 |

CERTIFICATE OF AMENDMENT

STOCK CORPORATION

Office of the Secretary of the State

30 Trinity Street / P.O. Box 150470 / Hartford, CT 06115-0470 / Rev. 12/1999

Form For Office Use Only

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SECRETARY OF THE STATE
CONNECTICUT SECRETARY OF THE STATE

1. NAME OF CORPORATION:

DCC/The Dependent Care Connection, Inc.

2. THE CERTIFICATE OF INCORPORATION IS (check A., B. or C.):

A. AMENDED.

B. AMENDED AND RESTATED.

C. RESTATED.

3. TEXT OF EACH AMENDMENT / RESTATEMENT:

Article I of the Certificate of Incorporation is hereby amended to be and read as follows:

The name of the corporation is LifeCare.com, Inc., (the "Corporation").

(Please reference an 8 1/2 X 11 attachment if additional space is needed)

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SECRETARY OF THE STATE
CONNECTICUT SECRETARY OF THE STATE

4. VOTE INFORMATION (check A, B or C.):

A. The resolution was approved by shareholders as follows:

(set forth all voting information required by Conn. Gen. Stat. Section 33-800 as amended in the space provided below)

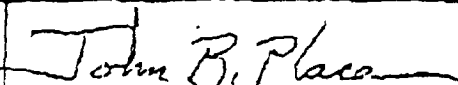
Pursuant to Conn. Gen. Stat. Section 33-800 as amended, there are 6,000 shares of Common Stock, no par value with 5,000 shares of Common Stock outstanding, 5,000 number of votes entitled to be cast, 5,000 votes are required for adoption and 5,000 voted favoring the adoption.

B. The amendment was adopted by the board of directors without shareholder action. No shareholder vote was required for adoption.

C. The amendment was adopted by the incorporators without shareholder action. No shareholder vote was required for adoption.

5. EXECUTION:

Dated this 4th day of May, 2000

| | | |
|---------------------------------|-----------------------|--|
| John B. Place | President |  |
| Print or type name of signatory | Capacity of signatory | Signature |

FORM 123456789

TOTAL P.05

TOTAL P.03
TOTAL P.03

STATE OF CONNECTICUT)
DEPARTMENT OF THE RECORDS OF THE STATE) SS. HARTFORD

I hereby certify that this is a true copy of record
of the

and I have hereunto set my hand,
and caused the Seal of said State, at Hartford,

this 5th day of may A.D. 2007

Susan Byrnes
SECRETARY OF THE STATE