

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME

CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Greatwater Software, Inc.		01/11/2013	CORPORATION: DELAWARE

RECEIVING PARTY DATA	
Name:	PatientPoint Coordinated Care Solutions, Inc.
Street Address:	5911 TURKEY LAKE RD
Internal Address:	STE 200
City:	ORLANDO
State/Country:	FLORIDA
Postal Code:	32819
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 3		
Property Type	Number	Word Mark
Serial Number:	85515348	HEALTHSYNC
Registration Number:	3906198	GREATWATER SOFTWARE
Registration Number:	4317091	PATIENT.COMPASS

CORRESPONDENCE DATA

Fax Number: 6144641737
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: 614.559.7282
 Email: squimby@fbtlaw.com
 Correspondent Name: Samantha M. Quimby, Esq.
 Address Line 1: FROST BROWN TODD LLC
 Address Line 2: 10 West Broad Street - Suite 2300
 Address Line 4: Columbus, OHIO 43215

NAME OF SUBMITTER:	Samantha M. Quimby
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OP \$90.00 85515348

Signature:	/samantha m quimby/
Date:	10/21/2013
Total Attachments: 14 source=PatientPoint Coordinated Care Solutions Inc - Certified Articles of In #page1.tif source=PatientPoint Coordinated Care Solutions Inc - Certified Articles of In #page2.tif source=PatientPoint Coordinated Care Solutions Inc - Certified Articles of In #page3.tif source=PatientPoint Coordinated Care Solutions Inc - Certified Articles of In #page4.tif source=PatientPoint Coordinated Care Solutions Inc - Certified Articles of In #page5.tif source=PatientPoint Coordinated Care Solutions Inc - Certified Articles of In #page6.tif source=PatientPoint Coordinated Care Solutions Inc - Certified Articles of In #page7.tif source=PatientPoint Coordinated Care Solutions Inc - Certified Articles of In #page8.tif source=PatientPoint Coordinated Care Solutions Inc - Certified Articles of In #page9.tif source=PatientPoint Coordinated Care Solutions Inc - Certified Articles of In #page10.tif source=PatientPoint Coordinated Care Solutions Inc - Certified Articles of In #page11.tif source=PatientPoint Coordinated Care Solutions Inc - Certified Articles of In #page12.tif source=PatientPoint Coordinated Care Solutions Inc - Certified Articles of In #page13.tif source=PatientPoint Coordinated Care Solutions Inc - Certified Articles of In #page14.tif	

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "PATIENTPOINT COORDINATED CARE SOLUTIONS, INC." AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF INCORPORATION, FILED THE TWENTY-EIGHTH DAY OF JULY, A.D. 2009, AT 2:09 O'CLOCK P.M.

RESTATED CERTIFICATE, FILED THE TWENTY-SEVENTH DAY OF OCTOBER, A.D. 2010, AT 6 O'CLOCK P.M.

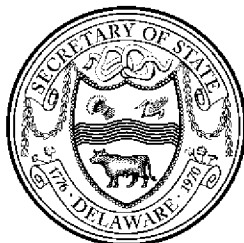
CERTIFICATE OF RENEWAL, FILED THE THIRTY-FIRST DAY OF MARCH, A.D. 2011, AT 6:31 O'CLOCK P.M.

CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "GREATWATER SOFTWARE, INC." TO "PATIENTPOINT COORDINATED CARE SOLUTIONS, INC.", FILED THE ELEVENTH DAY OF JANUARY, A.D. 2013, AT 2:53 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID CORPORATION, "PATIENTPOINT COORDINATED CARE SOLUTIONS, INC."

4714276 8100H

131196829



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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0815200

DATE: 10-15-13

TRADEMARK
REEL: 005134 FRAME: 0630

CERTIFICATE OF INCORPORATION
OF
GREATWATER SOFTWARE, INC.

Greatwater Software, Inc. hereby adopts this Certificate of Incorporation pursuant to the provisions of the General Corporation Laws of the State of Delaware.

ARTICLE I
NAME

The name of the corporation is Greatwater Software, Inc. (the "Company").

ARTICLE II
REGISTERED OFFICE

The address of the Company's registered office of the Company in the State of Delaware is 2711 Centerville Road, Suite 400, in the City of Wilmington, County of New Castle 19808, and the name of the registered agent at such address is the Corporation Service Company.

ARTICLE III
PURPOSE

The purpose of the Company is to engage in any or all lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware, as the same may be amended and supplemented from time to time (the "DGCL").

ARTICLE IV
CAPITAL STOCK

The total number of shares of capital stock that the Company shall have authority to issue is One Million (1,000,000) shares of common stock, par value \$0.01 per share ("Common Stock"), divided into classes as follows:

Seven Hundred Thousand (700,000) shares shall be Class A Common Stock, \$0.01 par value per share ("Class A Common Stock"); and

Three Hundred Thousand (300,000) shares shall be Class B Non-Voting Common Stock, \$0.01 per share ("Class B Non-Voting Common Stock").

The voting powers, designations, preferences, privileges and relative, participating, optional or other special rights, and the qualifications, limitations and restrictions of each class of capital stock of the Corporation shall be as hereafter provided in this Article IV:

1. General. The powers, preferences and rights of the Class A Common Stock and the Class B Non-Voting Common Stock, and the qualifications, limitations or restrictions

thereof, shall be in all respects identical, and the Class A Common Stock and the Class B Non-Voting Common Stock shall be treated identical with respect to dividends, distributions, rights in liquidation and in all respects other than voting.

2. Voting. Each share of Class A Common Stock shall have one (1) vote for each share thereof held by such holder upon all matters submitted to the stockholders at all meetings of the stockholders (and written actions in lieu of meetings). The Class B Non-Voting Common Stock shall not be entitled to vote on any matter or matters submitted to the stockholders (whether at a meeting or by written consent or otherwise), except as otherwise expressly set forth herein or required by applicable law. There shall be no cumulative voting.

3. Dividends, Splits or Combinations.

(a) When and as dividends are declared, whether payable in cash, in property or securities of the Company, the holders of the Class B Non-Voting Common Stock shall be entitled to share equally with the holders of the Class A Common Stock on a share-for-share basis in such dividends, except as provided herein.

(b) Dividends may be declared and paid to the holders of the Class A Common Stock and the holders of the Class B Non-Voting Common Stock in cash, property, or other securities of the Company out of any funds or other assets of the Company legally available therefor.

(c) If and when dividends on the Class A Common Stock and the Class B Non-Voting Common Stock are declared payable from time to time by the Board of Directors of the Company, whether payable in cash, in property or in shares of stock of the Company, the holders shall be entitled to share equally, on a per share basis, in such dividends, except that:

(i) dividends or other distributions payable in shares of stock of the Company shall be made to all holders of Class A Common Stock and Class B Non-Voting Common Stock and shall be made only (1) in shares of Class A Common Stock to the record holders of Class A Common Stock and in shares of Class B Non-Voting Common Stock to record holders of Class B Non-Voting Common Stock, or (2) in any other authorized class or series of capital stock to the record holders of both classes of Class A Common Stock and Class B Non-Voting Common Stock, regardless of the fair market value of such shares received in payment of such dividend or other distribution; provided, however, that if such other authorized class or series of capital stock has voting rights (the "Voting Class"), an additional class or series of capital stock shall be created which series shall be identical in all respects, except that it shall not have any voting rights (except as required by law) (the "Non-Voting Class"), and dividends or other distributions of the Voting Class shall be made only to holders of Class A Common Stock and of the Non-Voting Class to holders of Class B Non-Voting Common Stock, and

(ii) dividends or other distributions payable in options, warrants or other rights for the purchase of, or stock or other securities convertible into or exchangeable or redeemable for shares of Class A Common Stock or Class B Non-Voting Common Stock

(collectively, "Options"), unless otherwise provided by the Board of Directors of the Company with respect to such Options, shall be made to all holders of Class A Common Stock and Class B Non-Voting Common Stock and may be made in securities convertible into Class A Common Stock or Options to acquire Class A Common Stock to the record holders of Class A Common Stock and in securities convertible into Class B Non-Voting Common Stock or Options to acquire Class B Non-Voting Common Stock to the record holders of Class B Non-Voting Common Stock.

(d) If the Company shall in any manner split, subdivide or combine the outstanding shares of Common Stock or Non-Voting Common Stock, the outstanding shares of the other such class shall be proportionally split, subdivided or combined in the same manner and on the same basis as the outstanding shares of the other class have been split, subdivided or combined.

4. Liquidation. Upon (i) any liquidation, dissolution or winding up of the Company, whether voluntary or involuntary, (ii) a sale of the Company or (iii) a reorganization of the Company required by any court or administrative body in order to comply with any provision of law (each of the events referred to in clauses (i), (ii) and (iii) being referred to as a "Liquidation Event"), any assets of the Company available for distribution to its stockholders shall be paid ratably among the shares of Class A Common Stock and Class B Non-Voting Common Stock without differentiation.

5. Increases. The number of authorized shares of Class A Common Stock and Class B Non-Voting Common Stock may be increased or decreased (but not below the respective number of shares of Class A Common Stock or Class B Non-Voting Common Stock outstanding) by the affirmative vote of the holders of a majority of the outstanding shares of all classes of stock of the Company entitled to vote (excluding the Class B Non-Voting Common Stock), voting together as a single class on the basis of one (1) vote for each share of Common Stock then outstanding.

ARTICLE V **PERPETUAL EXISTENCE**

The Company is to have perpetual existence.

ARTICLE VI **LIMITATION ON LIABILITY; INDEMNIFICATION**

To the fullest extent permitted by the DGCL, no director of the Company shall be personally liable to the Company or its stockholders for monetary damages for breach of fiduciary duty as a director, except for liability (i) for any breach of the director's duty of loyalty to the Company or its stockholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under Section 174 of the DGCL or (iv) for any transaction from which the director derived an improper personal benefit. If the DGCL is amended after the effective date of this Certificate of Incorporation to authorize

corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the Company shall be eliminated or limited to the fullest extent permitted by the DGCL, as so amended.

The Company shall, to the fullest extent permitted by the provisions of Section 145 of the DGCL, indemnify each person who it shall have power to indemnify under said section from and against any and all of the expenses, liabilities or other matters referred to in or covered by said section. The indemnification provided for herein shall not be deemed exclusive of any other rights to which each such indemnified person may be entitled under any by-law, agreement, vote of stockholders or disinterested directors or otherwise, both as to action in such indemnified person's official capacity and as to action in another capacity while serving as a director, officer, employee or agent of the Company, and shall continue as to a person who has ceased to be a director, officer, employee or agent of the Company, and shall inure to the benefit of the heirs, executors and administrators of such person.

Any (i) repeal or amendment of this Article VI by the stockholders of the Company or (ii) amendment to the DGCL shall not adversely affect any right or protection existing at the time of such repeal or amendment with respect to any acts or omissions occurring before such repeal or amendment of a person serving as a director, officer, employee or agent of the Company or otherwise enjoying the benefits of this Article VI at the time of such repeal or amendment.

ARTICLE VII **AMENDMENTS**

The Company reserves the right to amend, alter or repeal any provisions contained in this Certificate of Incorporation from time to time and at any time in the manner now or hereafter prescribed in this Certificate of Incorporation and by the laws of the State of Delaware, and all rights herein conferred upon stockholders are granted subject to such reservation.

ARTICLE VIII **MISCELLANEOUS**

In furtherance and not in limitation of the powers conferred by the laws of the State of Delaware:

A. The Board of Directors of the Company is expressly authorized to adopt, amend or repeal the Bylaws of the Company.

B. Elections of directors need not be by written ballot unless the Bylaws of the Company shall so provide.

C. The books of the Company may be kept at such place within or without the State of Delaware as the Bylaws of the Company may provide or as may be designated from time to time by the Board of Directors of the Company.

D. Meetings of the stockholders may be held within or without the State of Delaware, as the Bylaws may provide.

ARTICLE IX
COMPROMISES OR ARRANGEMENTS
WITH CREDITORS AND STOCKHOLDERS

Whenever a compromise or arrangement is proposed between the Company and its creditors or any class of them and/or between the Company and its stockholders or any class of them, any court of equitable jurisdiction within the State of Delaware may, on the application in a summary way of the Company or of any creditor or stockholder thereof or on the application of any receiver or receivers appointed for this Company under the provisions of Section 291 of the DGCL or on the application of trustees in dissolution or of any receiver or receivers appointed for the Company under the provisions of Section 279 of the DGCL, order a meeting of the creditors or class of creditors, and/or of the stockholders or class of stockholder of the Company, as the case may be, to be summoned in such manner as the said court directs. If a majority in number representing three-fourths in value of the creditors or class of creditors, and/or of the stockholders or class of stockholders of the Company, as the case may be, agree to any compromise or arrangement and to any reorganization of the Company as consequence of such compromise or arrangement, the said compromise or arrangement and the said reorganization shall, if sanctioned by the court to which the said application has been made, be binding on all the creditors or class of creditors, and/or on all the stockholders or class of stockholders, of the Company, as the case may be, and also on the Company.

ARTICLE X
NAME AND ADDRESS OF INCORPORATOR

The name and mailing address of the incorporator are as follows:

<u>Name</u>	<u>Address</u>
Eric T. Grill	Edwards Angell Palmer & Dodge LLP One North Clematis Street, Suite 400 West Palm Beach FL 33401

I, the undersigned, being the incorporator for the purpose of forming a corporation pursuant to the General Corporation Law of the State of Delaware, do make this certificate, hereby declaring and certifying that this is my act and deed and the facts herein stated are true, and accordingly have hereunto set my hand this 28th day of July, 2009.



Eric T. Grill, Incorporator

AMENDED AND RESTATED CERTIFICATE OF INCORPORATION
OF
GREATWATER SOFTWARE, INC.

Greatwater Software, Inc., a corporation organized and existing under and by virtue of the provisions of the General Corporation Law of the State of Delaware (the "General Corporation Law"),

DOES HEREBY CERTIFY:

1. That the name of this corporation is Greatwater Software, Inc., and that this corporation was originally incorporated pursuant to the General Corporation Law on July 28, 2009 under the name Greatwater Software, Inc.

2. That the Board of Directors duly adopted resolutions proposing to amend and restate the Certificate of Incorporation of this corporation, declaring said amendment and restatement to be advisable and in the best interests of this corporation and its stockholders, and authorizing the appropriate officers of this corporation to solicit the consent of the stockholders therefor, which resolution setting forth the proposed amendment and restatement is as follows:

RESOLVED, that the Certificate of Incorporation of this corporation be amended and restated in its entirety to read as follows:

ARTICLE I
NAME

The name of the corporation is Greatwater Software, Inc. (the "Company").

ARTICLE II
REGISTERED OFFICE

The address of the Company's registered office of the Company in the State of Delaware is 2711 Centerville Road, Suite 400, in the City of Wilmington, County of New Castle 19808, and the name of the registered agent at such address is the Corporation Service Company.

ARTICLE III
PURPOSE

The purpose of the Company is to engage in any or all lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware, as the same may be amended and supplemented from time to time (the "DGCL").

ARTICLE IV
CAPITAL STOCK

The total number of shares of capital stock that the Company shall have authority to issue is Fifteen Million (15,000,000) shares of common stock, par value \$0.01 per share ("Common Stock"), divided into classes as follows:

Fourteen Million (14,000,000) shares shall be Class A Common Stock, \$0.01 par value per share ("Class A Common Stock"); and

One Million (1,000,000) shares shall be Class B Non-Voting Common Stock, \$0.01 per share ("Class B Non-Voting Common Stock").

The voting powers, designations, preferences, privileges and relative, participating, optional or other special rights, and the qualifications, limitations and restrictions of each class of capital stock of the Corporation shall be as hereafter provided in this Article IV:

1. General. The powers, preferences and rights of the Class A Common Stock and the Class B Non-Voting Common Stock, and the qualifications, limitations or restrictions thereof, shall be in all respects identical, and the Class A Common Stock and the Class B Non-Voting Common Stock shall be treated identical with respect to dividends, distributions, rights in liquidation and in all respects other than voting.

2. Voting. Each share of Class A Common Stock shall have one (1) vote for each share thereof held by such holder upon all matters submitted to the stockholders at all meetings of the stockholders (and written actions in lieu of meetings). The Class B Non-Voting Common Stock shall not be entitled to vote on any matter or matters submitted to the stockholders (whether at a meeting or by written consent or otherwise), except as otherwise expressly set forth herein or required by applicable law. There shall be no cumulative voting.

3. Dividends, Splits or Combinations.

(a) When and as dividends are declared, whether payable in cash, in property or securities of the Company, the holders of the Class B Non-Voting Common Stock shall be entitled to share equally with the holders of the Class A Common Stock on a share-for-share basis in such dividends, except as provided herein.

(b) Dividends may be declared and paid to the holders of the Class A Common Stock and the holders of the Class B Non-Voting Common Stock in cash, property, or other securities of the Company out of any funds or other assets of the Company legally available therefor.

(c) If and when dividends on the Class A Common Stock and the Class B Non-Voting Common Stock are declared payable from time to time by the Board of Directors of the Company, whether payable in cash, in property or in shares of stock of the Company, the holders shall be entitled to share equally, on a per share basis, in such dividends, except that:

(i) dividends or other distributions payable in shares of stock of the Company shall be made to all holders of Class A Common Stock and Class B Non-Voting Common Stock and shall be made only (1) in shares of Class A Common Stock to the record holders of Class A Common Stock and in shares of Class B Non-Voting Common Stock to record holders of Class B Non-Voting Common Stock, or (2) in any other authorized class or series of capital stock to the record holders of both classes of Class A Common Stock and Class B Non-Voting Common Stock, regardless of the fair market value of such shares received in payment of such dividend or other distribution; provided, however, that if such other authorized class or series of capital stock has voting rights (the "Voting Class"), an additional class or series of capital stock shall be created which series shall be identical in all respects, except that it shall not have any voting rights (except as required by law) (the "Non-Voting Class"), and dividends or other distributions of the Voting Class shall be made only to holders of Class A Common Stock and of the Non-Voting Class to holders of Class B Non-Voting Common Stock, and

(ii) dividends or other distributions payable in options, warrants or other rights for the purchase of, or stock or other securities convertible into or exchangeable or redeemable for shares of Class A Common Stock or Class B Non-Voting Common Stock (collectively, "Options"), unless otherwise provided by the Board of Directors of the Company with respect to such Options, shall be made to all holders of Class A Common Stock and Class B Non-Voting Common Stock and may be made in securities convertible into Class A Common Stock or Options to acquire Class A Common Stock to the record holders of Class A Common Stock and in securities convertible into Class B Non-Voting Common Stock or Options to acquire Class B Non-Voting Common Stock to the record holders of Class B Non-Voting Common Stock.

(d) If the Company shall in any manner split, subdivide or combine the outstanding shares of Common Stock or Non-Voting Common Stock, the outstanding shares of the other such class shall be proportionally split, subdivided or combined in the same manner and on the same basis as the outstanding shares of the other class have been split, subdivided or combined.

4. Liquidation. Upon (i) any liquidation, dissolution or winding up of the Company, whether voluntary or involuntary, (ii) a sale of the Company or (iii) a reorganization of the Company required by any court or administrative body in order to comply with any provision of law (each of the events referred to in clauses (i), (ii) and (iii) being referred to as a "Liquidation Event"), any assets of the Company available for distribution to its stockholders shall be paid ratably among the shares of Class A Common Stock and Class B Non-Voting Common Stock without differentiation.

5. Increases. The number of authorized shares of Class A Common Stock and Class B Non-Voting Common Stock may be increased or decreased (but not below the respective number of shares of Class A Common Stock or Class B Non-Voting Common Stock outstanding) by the affirmative vote of the holders of a majority of the outstanding shares of all classes of stock of the Company entitled to vote (excluding the Class B Non-Voting Common

Stock), voting together as a single class on the basis of one (1) vote for each share of Common Stock then outstanding.

ARTICLE V
PERPETUAL EXISTENCE

The Company is to have perpetual existence.

ARTICLE VI
LIMITATION ON LIABILITY; INDEMNIFICATION

To the fullest extent permitted by the DGCL, no director of the Company shall be personally liable to the Company or its stockholders for monetary damages for breach of fiduciary duty as a director, except for liability (i) for any breach of the director's duty of loyalty to the Company or its stockholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under Section 174 of the DGCL or (iv) for any transaction from which the director derived an improper personal benefit. If the DGCL is amended after the effective date of this Certificate of Incorporation to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the Company shall be eliminated or limited to the fullest extent permitted by the DGCL, as so amended.

The Company shall, to the fullest extent permitted by the provisions of Section 145 of the DGCL, indemnify each person who it shall have power to indemnify under said section from and against any and all of the expenses, liabilities or other matters referred to in or covered by said section. The indemnification provided for herein shall not be deemed exclusive of any other rights to which each such indemnified person may be entitled under any by-law, agreement, vote of stockholders or disinterested directors or otherwise, both as to action in such indemnified person's official capacity and as to action in another capacity while serving as a director, officer, employee or agent of the Company, and shall continue as to a person who has ceased to be a director, officer, employee or agent of the Company, and shall inure to the benefit of the heirs, executors and administrators of such person.

Any (i) repeal or amendment of this Article VI by the stockholders of the Company or (ii) amendment to the DGCL shall not adversely affect any right or protection existing at the time of such repeal or amendment with respect to any acts or omissions occurring before such repeal or amendment of a person serving as a director, officer, employee or agent of the Company or otherwise enjoying the benefits of this Article VI at the time of such repeal or amendment.

ARTICLE VII
AMENDMENTS

The Company reserves the right to amend, alter or repeal any provisions contained in this Certificate of Incorporation from time to time and at any time in the manner now or hereafter prescribed in this Certificate of Incorporation and by the laws of the State of Delaware, and all rights herein conferred upon stockholders are granted subject to such reservation.

ARTICLE VIII
MISCELLANEOUS

In furtherance and not in limitation of the powers conferred by the laws of the State of Delaware:

A. The Board of Directors of the Company is expressly authorized to adopt, amend or repeal the Bylaws of the Company.

B. Elections of directors need not be by written ballot unless the Bylaws of the Company shall so provide.

C. The books of the Company may be kept at such place within or without the State of Delaware as the Bylaws of the Company may provide or as may be designated from time to time by the Board of Directors of the Company.

D. Meetings of the stockholders may be held within or without the State of Delaware, as the Bylaws may provide.

ARTICLE IX
COMPROMISES OR ARRANGEMENTS
WITH CREDITORS AND STOCKHOLDERS

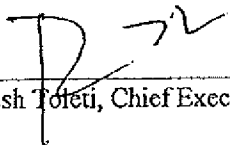
Whenever a compromise or arrangement is proposed between the Company and its creditors or any class of them and/or between the Company and its stockholders or any class of them, any court of equitable jurisdiction within the State of Delaware may, on the application in a summary way of the Company or of any creditor or stockholder thereof or on the application of any receiver or receivers appointed for this Company under the provisions of Section 291 of the DGCL or on the application of trustees in dissolution or of any receiver or receivers appointed for the Company under the provisions of Section 279 of the DGCL, order a meeting of the creditors or class of creditors, and/or of the stockholders or class of stockholder of the Company, as the case may be, to be summoned in such manner as the said court directs. If a majority in number representing three-fourths in value of the creditors or class of creditors, and/or of the stockholders or class of stockholders of the Company, as the case may be, agree to any compromise or arrangement and to any reorganization of the Company as consequence of such compromise or arrangement, the said compromise or arrangement and the said reorganization shall, if sanctioned by the court to which the said application has been made, be binding on all the creditors or class of creditors, and/or on all the stockholders or class of stockholders, of the Company, as the case may be, and also on the Company.

* * *

3. That the foregoing amendment and restatement was approved by the holders of the requisite number of shares of this corporation in accordance with Section 228 of the General Corporation Law.

4. That this Amended and Restated Certificate of Incorporation, which restates and integrates and further amends the provisions of this corporation's Certificate of Incorporation, has been duly adopted in accordance with Sections 242 and 245 of the General Corporation Law.

IN WITNESS WHEREOF, this Amended and Restated Certificate of Incorporation has been executed by a duly authorized officer of this corporation on this 6th day of July, 2010.

By: 
Rajesh Toleti, Chief Executive Officer

**STATE OF DELAWARE
CERTIFICATE FOR RENEWAL
AND REVIVAL OF CHARTER**

The corporation organized under the laws of the State of Delaware, the charter of which was voided for non-payment of taxes and/or for failure to file a complete annual report, now desires to procure a restoration, renewal and revival of its charter pursuant to Section 312 of the General Corporation Law of the State of Delaware, and hereby certifies as follows:

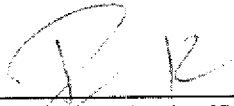
1. The name of the corporation is GREATWATER SOFTWARE, INC.

2. The Registered Office of the corporation in the State of Delaware is located at 2711 CENTERVILLE ROAD, SUITE 400 (street), in the City of WILMINGTON, County of NEW CASTLE Zip Code 19808. The name of the Registered Agent at such address upon whom process against this Corporation may be served is CORPORATION SERVICE COMPANY

3. The date of filing of the Corporation's original Certificate of Incorporation in Delaware was JULY 28, 2009

4. The renewal and revival of the charter of this corporation is to be perpetual.

5. The corporation was duly organized and carried on the business authorized by its charter until the 1ST day of MARCH A.D. 2011, at which time its charter became inoperative and void for non-payment of taxes and/or failure to file a complete annual report and the certificate for renewal and revival is filed by authority of the duly elected directors of the corporation in accordance with the laws of the State of Delaware.

By: 
Authorized Officer

Name: Rajesh Toleti, President
Print or Type

State of Delaware
Secretary of State
Division of Corporations
Delivered 02:53 PM 01/11/2013
FILED 02:53 PM 01/11/2013
SRV 130040678 - 4714276 FILE

**GREATWATER SOFTWARE, INC.
CERTIFICATE OF AMENDMENT**

FIRST: That the board of directors of the Corporation, pursuant to a unanimous written action in lieu of a meeting pursuant to Section 141(f) of the General Corporation Law of the State of Delaware, adopted a resolution proposing and declaring advisable the following amendment to the Corporation's Certificate of Incorporation:

RESOLVED, that the Certificate of Incorporation of this Corporation be amended by changing the Article thereof numbered "I" so that, as amended, said Article shall be and read as follows:

The name of the corporation is PatientPoint Coordinated Care Solutions, Inc. (the "Company").

SECOND: That the Stockholders of the Corporation have approved such amendment pursuant to a unanimous written action in lieu of a meeting pursuant to Section 228 of the General Corporation Law of the State of Delaware.

THIRD: That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

FOURTH: That the officers of the Corporation be, and each of them hereby is, authorized and instructed to take all actions necessary in connection with the foregoing resolutions.

IN WITNESS WHEREOF, the Corporation has caused this certificate to be signed this January 11, 2013.

By: 
Thomas McGinness
Chairman and CEO

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