

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM579671

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
BehaveCare Inc.		07/10/2019	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	Upward Health Inc.		
Street Address:	188 Valley Street, Suite 201		
City:	Providence		
State/Country:	RHODE ISLAND		
Postal Code:	02909		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	88694337	HEALTHCARE COMES HOME	
CORRESPONDENCE DATA			
Fax Number:	2252483109		
<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>			
Email:	hbrown@joneswalker.com		
Correspondent Name:	Micah J. Fincher		
Address Line 1:	Jones Walker LLP		
Address Line 2:	201 St. Charles Ave, Ste 5100		
Address Line 4:	New Orleans, LOUISIANA 70170		
NAME OF SUBMITTER:	Micah J. Fincher		
SIGNATURE:	/micahfincher/		
DATE SIGNED:	06/04/2020		
Total Attachments: 3			
source=BEHAVECARE INC - DE - Amendment#page1.tif			
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Delaware

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I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "BEHAVECARE INC.", CHANGING ITS NAME FROM "BEHAVECARE INC." TO "UPWARD HEALTH INC.", FILED IN THIS OFFICE ON THE ELEVENTH DAY OF JULY, A.D. 2019, AT 10:56 O`CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.




Jeffrey W. Bullock, Secretary of State

6280550 8100
SR# 20195915637

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

Authentication: 203206688
Date: 07-12-19

TRADEMARK
REEL: 006953 FRAME: 0512

**CERTIFICATE OF AMENDMENT
TO THE
THIRD AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION
OF
BEHAVECARE INC.**

BEHAVECARE INC., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the “**DGCL**”), does hereby certify that:

ONE: The name of the corporation is BehaveCare Inc. (the “**Company**”).

TWO: The Company’s original Certificate of Incorporation was filed with the Secretary of State of the State of Delaware on January 12, 2017.

THREE: The Company’s Board of Directors, acting in accordance with the provisions of Section 242 of the DGCL, adopted resolutions approving the following amendment to the Company’s Third Amended and Restated Certificate of Incorporation:

“Article **FIRST** of the Company’s Third Amended and Restated Certificate of Incorporation is hereby amended to read in its entirety as follows:

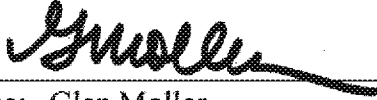
FIRST: The name of this corporation is Upward Health Inc. (the “**Corporation**”).”

FOUR: This Certificate of Amendment has been duly adopted in accordance with the provisions of Section 242 of the DGCL.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, this Certificate of Amendment to the Third Amended and Restated Certificate of Incorporation has been executed by a duly authorized officer of the Company on the 10 of July, 2019.

BEHAVECARE INC.

By: 
Name: Glen Moller
Title: President and Chief Executive Officer