

PATENT ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	11/20/2008
CONVEYING PARTY DATA	
Name	Execution Date
Quality Care Solutions, Inc.	12/04/2008
RECEIVING PARTY DATA	
Name:	The TriZetto Group, Inc.
Street Address:	567 San Nicholas Drive, Suite 360
City:	Newport Beach
State/Country:	CALIFORNIA
Postal Code:	92660
PROPERTY NUMBERS Total: 1	
Property Type	Number
Application Number:	13348793
CORRESPONDENCE DATA	
Fax Number:	(949)943-8358
Phone:	949-943-8300
Email:	lrpley@fishiplaw.com
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>	
Correspondent Name:	FISH & ASSOCIATES, PC ROBERT D. FISH
Address Line 1:	2603 Main Street
Address Line 2:	Suite 1000
Address Line 4:	Irvine, CALIFORNIA 92614-6232
ATTORNEY DOCKET NUMBER:	101971.0001US4
NAME OF SUBMITTER:	Robert D. Fish
Total Attachments: 3 source=parent assignment (Quality Care Solutions Inc to TriZetto)#page1.tif source=parent assignment (Quality Care Solutions Inc to TriZetto)#page2.tif source=parent assignment (Quality Care Solutions Inc to TriZetto)#page3.tif	

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Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"QUALITY CARE SOLUTIONS, INC.", A NEVADA CORPORATION,
WITH AND INTO "THE TRIZETTO GROUP, INC." UNDER THE NAME OF
"THE TRIZETTO GROUP, INC.", A CORPORATION ORGANIZED AND EXISTING
UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED
IN THIS OFFICE THE FIFTH DAY OF DECEMBER, A.D. 2008, AT 7:14
O'CLOCK P.M.



2755340 8100M

081224244

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

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 7044948

DATE: 12-23-08

PATENT
REEL: 027522 FRAME: 0052

**CERTIFICATE OF OWNERSHIP
AND MERGER OF QUALITY CARE SOLUTIONS, INC.,
a Nevada corporation,
INTO
THE TRIZETTO GROUP, INC.,
a Delaware corporation**

(Pursuant to Section 253 of the General Corporation Law of Delaware)

The TriZetto Group, Inc. ("TriZetto"), a corporation organized and existing under the General Corporation Law of the State of Delaware, as amended (the "DGCL"), does hereby certify that:

FIRST: TriZetto was organized pursuant to the provisions of the DGCL on May 27, 1997.

SECOND: TriZetto lawfully owns all of the outstanding shares of the capital stock of Quality Care Solutions, Inc. ("QCSI"), a corporation organized on April 3, 1997 and existing pursuant to Chapter 78 of the Nevada Revised Statutes.

THIRD: At a meeting duly held on November 20, 2008, the Board of Directors of TriZetto determined to merge QCSI into TriZetto and for TriZetto to assume all of the liabilities and obligations of QCSI and adopted the following resolutions:

WHEREAS, management of The TriZetto Group, Inc. ("TriZetto") has proposed that Quality Care Solutions, Inc. ("QCSI"), a wholly owned subsidiary of TriZetto, be merged with and into TriZetto; and

WHEREAS, the Board of Directors of TriZetto has determined that the merger of QCSI with and into TriZetto and the assumption by TriZetto of all of the rights, obligations and liabilities of QCSI is in the best interests of TriZetto and its stockholder.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors of TriZetto approves the merger of QCSI with and into TriZetto; and

RESOLVED FURTHER, that each of the officers of TriZetto be and hereby is authorized, empowered and directed, jointly and severally, for and on behalf of TriZetto and its subsidiary, to execute and deliver any and all plans of merger, articles, certificates, agreements and other documents, and to approve such changes therein as any such officers may deem necessary or advisable, and to take any and all steps and do any and all things they may deem necessary or advisable in order to effectuate the purposes of the foregoing resolution; and

RESOLVED FURTHER, that the officers of TriZetto be and each of them hereby is authorized, empowered and directed to execute any and all documents necessary to approve or effectuate the merger on behalf of TriZetto as the sole shareholder of QCSI.

FOURTH: TriZetto, a Delaware corporation, will be the surviving corporation in the merger. QCSI, a Nevada corporation, will be the merging corporation in the merger.

IN WITNESS WHEREOF, TriZetto has caused this Certificate of Ownership and Merger to be duly executed by an authorized officer (within the meaning of the DGCL) this 4th day of December 2008.

THE TRIZETTO GROUP, INC.,
a Delaware corporation

By: 

Name: James J. Sullivan

Title: Senior Vice President and Secretary