

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
AXIA Wholehealth Services, Inc.	FORMERLY American Wholehealth, Inc.	12/01/2006	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Healthways Wholehealth Services, Inc.		
Street Address:	46040 Center Oak Plaza		
Internal Address:	Suite 130		
City:	Sterling		
State/Country:	VIRGINIA		
Postal Code:	20166		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	78469923	AMERICAN WHOLEHEALTH NETWORKS	
CORRESPONDENCE DATA			
Fax Number:	(202)756-8087		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Email:	nward@mwe.com		
Correspondent Name:	Richard Y. Kim		
Address Line 1:	600 13th Street NW		
Address Line 4:	Washington, DISTRICT OF COLUMBIA 20005		
ATTORNEY DOCKET NUMBER:	70818-026		
NAME OF SUBMITTER:	Richard Y. Kim		
Signature:	/Richard Y. Kim/		
Date:	12/08/2006		

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Total Attachments: 2

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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 AMENDMENT OF "AXIA WHOLEHEALTH SERVICES, INC.", CHANGING ITS NAME FROM "AXIA WHOLEHEALTH SERVICES, INC." TO "HEALTHWAYS WHOLEHEALTH SERVICES, INC.", FILED IN THIS OFFICE ON THE FIRST DAY OF DECEMBER, A.D. 2006, AT 1 O'CLOCK P.M.

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



2897785 8100

061097583

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5240328

DATE: 12-01-06

TRADEMARK
REEL: 003441 FRAME: 0252

CERTIFICATE OF AMENDMENT OF CERTIFICATE OF INCORPORATION
OF
AXIA WHOLEHEALTH SERVICES, INC.

AXIA WholeHealth Services, Inc., a corporation duly organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation"),

DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of the Corporation (the "Board"), by the unanimous written consent of its members filed with the minutes of the Board, adopted a resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of the Corporation:

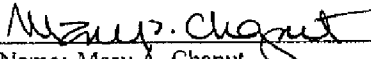
RESOLVED That Article I be and it hereby is amended to read as follows:

"The name of the corporation (hereinafter called the "Corporation") is
Healthways WholeHealth Services, Inc "

SECOND: That in lieu of a meeting and vote of stockholders, the stockholders have given written consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware

IN WITNESS WHEREOF, I have signed this certificate this 1st day of December, 2006.


Name: Mary A. Chaput
Title: Secretary