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CHEMED CORP

Form 11-K

June 29, 2006

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SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Amendment No. 1 to its Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the Town of Windsor, State of Connecticut, on June 17, 2011.

SS&C TECHNOLOGIES HOLDINGS, INC.

By: /s/ William C. Stone
 William C. Stone
 Chairman of the Board and Chief
 Executive Officer

Pursuant to the requirements of the Securities Act of 1933, as amended, this Amendment No. 1 Registration Statement has been signed by the following persons in the capacities and on the dates indicated.

| Signature | Title | Date |
|------------------------|---|---------------|
| /s/ William C. Stone | Chairman of the Board and Chief Executive Officer | June 17, 2011 |
| William C. Stone | (Principal Executive Officer) | |
| /s/ Patrick J. Pedonti | Senior Vice President and Chief Financial Officer | June 17, 2011 |
| Patrick J. Pedonti | (Principal Financial and Accounting Officer) | |
| * | Director | June 17, 2011 |
| Normand A. Boulanger | | |
| * | Director | June 17, 2011 |
| Campbell R. Dyer | | |
| * | Director | June 17, 2011 |
| William A. Etherington | | |
| * | Director | June 17, 2011 |
| Allan M. Holt | | |

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| Signature | Title | Date |
|--|----------|---------------|
| * Claudius E. Watts, IV | Director | June 17, 2011 |
| * Jonathan E. Michael | Director | June 17, 2011 |
| * David A. Varsano | Director | June 17, 2011 |
| * By: /s/ Patrick J. Pedonti Patrick J. Pedonti Attorney-in-fact | | |

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EXHIBIT INDEX

| EXHIBIT NUMBER | DESCRIPTION |
|-------------------|--|
| 4.1 | Restated Certificate of Incorporation of the Registrant. Incorporated herein by reference to Exhibit 3.3 to the Registrant's Registration Statement on Form S-1, as amended (File No. 333-164043). |
| 4.2 | Amended and Restated By-laws of the Registrant. Incorporated herein by reference to Exhibit 3.4 to the Registrant's Registration Statement on Form S-1, as amended (File No. 333-164043). |
| 5.1* | Opinion of Wilmer Cutler Pickering Hale and Dorr LLP. |
| 23.1 | Consent of PricewaterhouseCoopers LLP. |
| 23.2* | Consent of Wilmer Cutler Pickering Hale and Dorr LLP, included in Exhibit 5.1. |
| 24.1* | Power of Attorney. |

* Previously filed.