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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Merck & Co., Inc.

- Individual(s)
- General Partnership
- Corporation-State
- Other
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: August 18, 1998

2. Name and address of receiving party(ies)

Name: Merck-Medco Managed Care, L.L.C.

Internal Address: AUG 21 3:00

Street Address: 100 Summit Avenue

City: Montvale State: NJ ZIP: 07645

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- Other Limited Liability Company - Delaware

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? Yes No

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

Partners for Healthy Aging 2,175,230
Partners for Healthy Aging 2,175,231

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Susan C. Mattson

Internal Address: Merck & Co., Inc.

WS 3BC-25

Street Address: One Merck Drive

City: Whitehouse Station State: NJ ZIP: 08889

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41).....\$ 65.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

13-2752

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Susan C. Mattson

Name of Person Signing

Susan C. Mattson

Signature

August 18, 1998

3

Total number of pages including cover sheet, attachments, and document:

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Assignment

This assignment is made the 17th day of August, 1998 between Merck & Co., Inc., a corporation organized under the laws of New Jersey with its principal place of business at One Merck Drive, Whitehouse Station, New Jersey 08889 (the "Assignor") and Merck - Medco Managed Care, L.L.C., a company organized under the laws of Delaware with its principal place of business at 100 Summit Avenue, Montvale, New Jersey 07645 (the "Assignee").

WHEREAS, the Assignor has adopted and used in the United States the trademarks listed in the Schedule below is the owner of the registrations thereof shown in the said Schedule; and

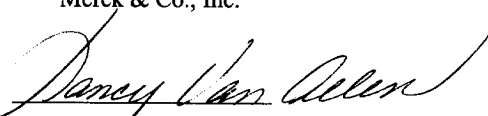
WHEREAS, the Assignee wishes to acquire all of the Assignor's rights in and to the Trademarks and the good will associated therewith.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Assignor hereby assigns, transfers and conveys to the Assignee all rights, title and interests in and to the Trademarks and the registrations thereof together with the good will of the business which is symbolized by the Trademarks.

THE SCHEDULE

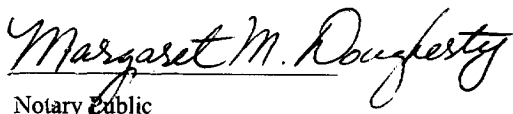
<u>MARK</u>	<u>REG. NO.</u>	<u>REG. DATE</u>
Partners for Healthy Aging	2.175.230	July 21, 1998
Partners for Healthy Aging	2.175.231	July 21, 1998

Merck & Co., Inc.

By 

Nancy Van Allen
Assistant Secretary

Subscribed and sworn to before me
this 18th day of August, 1998


Notary Public

MARGARET M. DOUGHERTY
Notary Public of New Jersey
My Commission Expires May 5, 2003