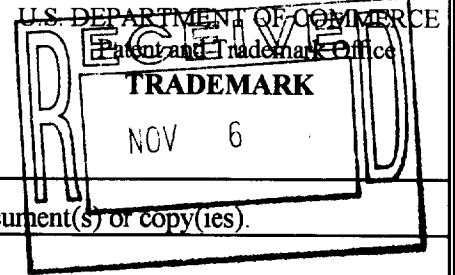


11-12-1998



100877709

R SHEET



Our Ref.: 02157-0455, 0456, 045.

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)  
Document ID # \_\_\_\_\_
- Correction of PTO Error  
Reel # \_\_\_\_\_ Frame # \_\_\_\_\_
- Corrective Document  
Reel # \_\_\_\_\_ Frame # \_\_\_\_\_

NRD  
11-6-98

Conveyance Type

- Assignment  License
- Security Agreement  Nunc Pro Tunc Assignment
- Merger  Effective Date  
Month Day Year
- Change of Name  June 30, 1998
- Other \_\_\_\_\_

Conveying Party

\_\_\_\_ Mark if additional names of conveying parties attached

Name Anthem Companies, Inc.  
Formerly Anthem Benefit Services, Inc.

Execution Date  
Month Day Year  
September 8, 1998

- Individual  General Partnership  Limited Partnership  Corporation  Association
- Other \_\_\_\_\_
- Citizenship/State of Incorporation/Organization Indiana

Receiving Party

\_\_\_\_ Mark if additional names of receiving parties attached

Name Independence Blue Cross  
DBA/AKA/TA \_\_\_\_\_  
Composed of \_\_\_\_\_  
Address (line 1) 1901 Market Street  
Address (line 2) Philadelphia, Pennsylvania 19103-1480  
Address (line 3) \_\_\_\_\_

- Individual  General Partnership  Limited Partnership  If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)
- Corporation  Association
- Other \_\_\_\_\_
- Citizenship/State of Incorporation/Organization Pennsylvania

FOR OFFICE USE ONLY

11/12/1998 DMGUYEN 00000041 1398166

01 FC:481 40.00 OP  
02 FC:482 50.00 OP

Mail documents to be recorded with required cover sheet(s) information to:  
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20021

**Domestic Representative Name and Address**

Enter for the first Receiving Party only.

Name \_\_\_\_\_

Address (line 1) \_\_\_\_\_

Address (line 2) \_\_\_\_\_

Address (line 3) \_\_\_\_\_

Address (line 4) \_\_\_\_\_

**Correspondent Name and Address**

Area Code and Telephone Number (202) 467-7517

Name Carole R. Klein, Esq.

Address (line 1) MORGAN, LEWIS & BOCKIUS LLP

Address (line 2) 1800 M Street, N.W.; Attn: TMSU

Address (line 3) Washington, D.C. 20036

**Pages** Enter the total number of pages of the attached conveyance document including any attachments.

# 4

**Trademark Application Number(s) or Registration Number(s)**

Mark if additional numbers are attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

1,398,166

1,741,623

1,856,914

**Number of Properties** Enter the total number of properties involved.

3

**Fee Amount** Fee Amount for Properties Listed (37 CFR 3.41):

\$ 90.00

Method of Payment: Enclosed X Deposit Account \_\_\_\_\_

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.) Deposit Account Number: 13-4520

Authorization to charge additional fees: Yes X No \_\_\_\_\_

**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. Charges to deposit account are authorized, as indicated herein.*

Carole R. Klein

Name of Person Signing

Carole R Klein

Signature

November 4, 1998

Date Signed

## SERVICE MARK ASSIGNMENT

This Service Mark Assignment is made effective as of June 30, 1998, by The Anthem Companies, Inc. (f/k/a Anthem Benefit Services, Inc.), an Indiana corporation, having a principal business address at 4040 Vincennes Circle, Indianapolis, Indiana 46268-3027 (hereinafter "Assignor"), in favor of Independence Blue Cross, a Pennsylvania non-profit hospital plan corporation, having a principal business address at 1901 Market Street, Philadelphia, Pennsylvania 19103-1480 (hereinafter "Assignee").

WHEREAS, Assignor is the owner of all right, title and interest in and to the marks listed on the attached Schedule A (hereinafter "Marks"), including the federal registrations therefor, and the goodwill developed through the use of the Marks;

WHEREAS, Assignee is desirous of acquiring all right, title and interest to the Marks, including the federal registrations, and the goodwill developed through the use of the Marks;

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, Assignor hereby assigns and transfers to Assignee, the entire right, title, interest in and to the Marks, and federal registrations identified on Schedule A, and the goodwill of the business symbolized by the Marks. All rights and privileges, including the right to sue for and receive all damages from past infringements of the Marks, will be held and enjoyed by the Assignee, its successors, assigns and other legal representatives.

Signed this 8<sup>th</sup> day of September, 1998.

The Anthem Companies, Inc.

By: Cynthia S. Miller  
Cynthia S. Miller,  
Designated Person for  
The Anthem Companies, Inc.

**SCHEDULE A**

<u>Mark</u>	<u>Federal Registration No.</u>
FLORIDA HEALTH NETWORK (Supplemental Register)	1,398,166
FLORIDA HEALTH NETWORK (Principal Register)	1,741,623
FLORIDA HEALTH NETWORK FHN Plus Design (Principal Register)	1,856,914
FLORIDA HEALTH NETWORK FHN A PREFERRED PROVIDER ORGANIZATION Plus Design	