

01-06-1999

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Form PTO-1594

SHEET U.S. Department of Commerce
Patent and Trademark Office

MKD



12.23.98

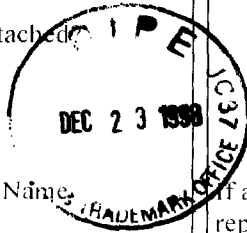
100934671

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

1. Name of conveying party(ies):
HealthCall Corporation
 Individual(s) Association
 General Partnership Limited
 Corporation-State Wisconsin Partnership
 Other:
 Additional name(s) of conveying party(ies) attached:
 Yes No

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other

Execution Date: April 23, 1997



2. Name and address of receiving party(ies):
 Name: CustomerCare Corporation
 Internal Address:
 Street Address: 8855 North 55th Street, Suite 100
 City: Milwaukee State: WI Zip: 53223
 Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation-State Wisconsin
 Other

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 names(s) & address(es) attached?
 Yes No

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s)

 SEE ATTACHED SCHEDULE A

 Additional numbers

B. Trademark registration No.(s)

 SEE ATTACHED SCHEDULE A

 attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Richard S. Marcus
Godfrey & Kahn, S.C.
 Internal Address:

 Street Address: 780 North Water Street

 City: Milwaukee State: WI Zip: 53202

6. Total number of applications and registrations involved:.....[12]
 7. Total fee (37 CFR 3.41):\$ 315.00
 Enclosed
 Authorized to be charged to deposit account for any deficiencies
 8. Deposit account number: 07-1509

 (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.

Richard S. Marcus [Signature] 12/23/98
 Name of Person Signing Signature Date

Total Number of pages comprising cover sheet: [2]

40.000000 154/366 275.000000
12/23/98
05/1999 UNIT 15 0000000 557/06
FD:461
FD:462

TRADEMARK
REEL: 1838 FRAME: 0291

SCHEDULE A

<u>Mark</u>	<u>Registration No.</u>	<u>Serial No.</u>
Advantage (and Design)	1,818,553	
HealthCall	1,547,366	
HealthCall	1,495,433	
HealthCall	1,499,003	
HealthCall	1,976,964	
HealthCall	1,976,965	
HealthCall	1,409,915	
We're Only a HealthCall Away	1,491,569	
We're Only a HealthCall Away	1,976,811	
We're Only a HealthCall Away	1,498,098	
One Call . . . HealthCall		74/732,355
One Call . . . HealthCall		74/732,319
One Call . . . HealthCall		74/732,318

MW2-164377-1

TRADEMARK ASSIGNMENT

WHEREAS, HealthCall Corporation, a Wisconsin corporation, having its principal office at 728 North Seventh Street, Milwaukee, Wisconsin 53233, has adopted and used the following marks (the "Marks"):

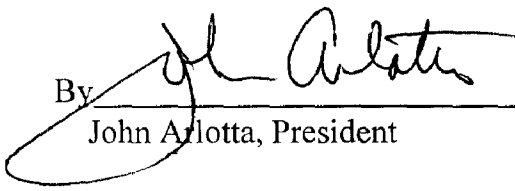
<u>Mark</u>	<u>Registration No.</u>	<u>Serial No.</u>
HealthCall	1,547,366	
HealthCall	1,495,433	
HealthCall	1,499,003	
HealthCall	1,976,964	
HealthCall	1,976,965	
HealthCall	1,409,915	
We're Only a HealthCall Away	1,491,569	
We're Only a HealthCall Away	1,976,811	
We're Only a HealthCall Away	1,498,098	
One Call . . . HealthCall		74/732,355
One Call . . . HealthCall		74/732,319
One Call . . . HealthCall		74/732,318

WHEREAS, CustomerCare Corporation, a Wisconsin corporation, is desirous of acquiring the Marks and all pending applications and existing or subsequently obtained registrations thereof;

NOW, THEREFORE, for One Dollar (\$1.00) and other good and valuable consideration, receipt of which is hereby acknowledged, HealthCall Corporation does hereby assign unto CustomerCare Corporation all right, title and interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, and all pending applications and existing or subsequently obtained registrations thereof.

HEALTHCALL CORPORATION

By



John Arlotta, President

STATE OF WISCONSIN)
) SS
COUNTY OF MILWAUKEE)

There personally appeared before me this 23rd day of April, 1997, the above-named John Arlotta, known to me to be President of HealthCall Corporation and the person who executed the above instrument and acknowledged the same for and on behalf and with the authority of HealthCall Corporation as its free act and deed.



Notary Public, State of Wisconsin

My commission: expires 10-17-99