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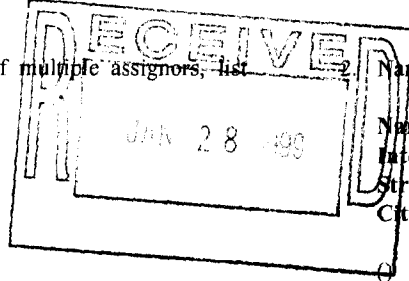
RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY



100957126

TO THE HONORABLE COMMISSIONER OF PATENTS AND TRADEMARKS: Please record the  
thereof.

1. Name of conveying party(ies): (If multiple assignors, list numerically)  
 HMO Texas, L.C.
- ( ) Individual  
 ( ) Association  
 ( ) General Partnership  
 ( ) Limited Partnership  
 (x) Corporation - State - Texas  
 ( ) Other:
- Additional name(s) of conveying party(ies) attached?  
 ( ) Yes (X) No
2. Name and address of receiving party(ies):  
 Name: Texas Health Choice, L.C.  
 Internal Address: P.O. Box 15645  
 Street Address: 333 North Rancho Road  
 City: Las Vegas State: NV ZIP: 89114
- ( ) Individual(s) citizenship:  
 ( ) Association:  
 ( ) General Partnership:  
 ( ) Limited Partnership:  
 (x) Corporation - State: Texas  
 ( ) Other:



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

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02 FC:482 75.00 DP

(Designations must be a separate document from Assignment)  
 Additional name(s) and address(es) attached?  
 ( ) Yes (X) No

3. Nature of conveyance:  
 ( ) Assignment  
 ( ) Merger  
 ( ) Security Agreement  
 (x) Change of Name  
 ( ) Other:
4. Application number(s) or registration number(s):  
 a. Trademark Application No(s):  
 75/082,625 \*  
 b. Trademark Registration No(s):  
 2,136,473; 2,136,474; 2,214,869 \*

Execution Date: (If multiple assignors, list execution dates in numerical order corresponding to numbers indicated in 1 above)  
 September 25, 1998

Additional numbers attached? ( ) Yes (X) No

5. Name and address of party to whom correspondence concerning document should be mailed:  
 Name: Marguerite L. Gunn  
 KNOBBE, MARTENS, OLSON & BEAR, LLP  
 Internal Address: Sixteenth Floor  
 Street Address: 620 Newport Center Drive  
 City: Newport Beach State: CA ZIP: 92660
7. Total fee (37 CFR 3.41): \$115.00  
 (X) Enclosed  
 ( ) Authorized to be charged to deposit account
8. Deposit account number: 11-1410

6. Total number of applications and registrations involved: 4

Please charge this account for any additional fees which may be required, or credit any overpayment to this account.

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.

Marguerite L. Gunn  
 Name of Person Signing

*Marguerite L. Gunn*  
 Signature

1/25/99  
 Date

Total number of pages, including cover sheet, attachments and document: 4

Mail documents to be recorded with required cover sheet information to:  
 Commissioner of Patents and Trademarks  
 Box Assignments  
 Washington, D.C. 20231



# The State of Texas

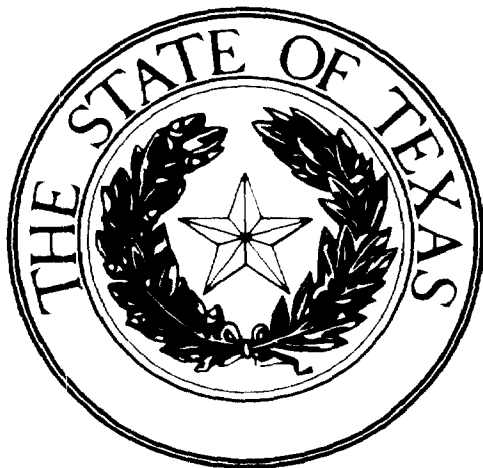
SECRETARY OF STATE

IT IS HEREBY CERTIFIED that the attached is/are true and correct copies of the following described document(s) on file in this office:

TEXAS HEALTH CHOICE, L.C.  
FORMERLY: HMO TEXAS, L.C.  
CHARTER #7007237-22

ARTICLES OF AMENDMENT

SEPTEMBER 29, 1998



*IN TESTIMONY WHEREOF, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in the City of Austin, on January 12, 1999.*

Secretary of State

PH

TRADEMARK  
REEL: 1847 FRAME: 0520

**ARTICLES OF AMENDMENT TO THE  
ARTICLES OF ORGANIZATION OF  
HMO TEXAS, L.C.  
BY THE SOLE MEMBER**

FILED  
In the Office of the  
Secretary of State of Texas  
SEP 29 1998  
Corporations Section

Pursuant to the provisions of Article 3.06 of the Texas Limited Liability Company Act (the "Act"), the undersigned, a Texas limited liability company (the "Company"), hereby adopts the following Articles of Amendment to its Articles of Organization.

**ARTICLE ONE**

The name of the Company is HMO Texas, L.C.

**ARTICLE TWO**

Article I of the Articles of Organization is hereby amended so as to read in its entirety as follows:

"The name of the Company is Texas Health Choice, L.C."

**ARTICLE THREE**

The aforementioned amendment to the Articles of Organization was approved in accordance with Section H of Article 2.23 of the Act on September 18, 1998.

IN WITNESS WHEREOF, I have hereunto set my hand this 25<sup>th</sup> day of September, 1998.

HMO TEXAS, L.C.

By: Sierra Health Holdings, Inc.  
Sole Member

By: Frank Collins  
Frank Collins, President

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**HMO TEXAS, L.C.  
WRITTEN CONSENT OF SOLE MEMBER**

Pursuant to applicable Texas law, and in lieu of a special meeting of the members of HMO Texas, L.C., a Texas limited liability company ("the Company"), the undersigned, being the sole member of the Company, does hereby execute this written consent and adopt the resolutions contained herein.

WHEREAS, the sole member has determined that it is in the best interest of the Company to change the name of the Company to Texas Health Choice, L.C.

WHEREAS, the sole member has determined that the Articles of Organization and the Regulations of the Company should be amended to reflect the change of the Company's name.

RESOLVED, that the Company's name shall be changed to Texas Health Choice, L.C. and that the Articles of Organization and Regulations of the Company shall be amended to reflect the change of the Company's name.

RESOLVED FURTHER, that the form of the documents attached hereto, namely, the Articles of Amendment to the Articles of Organization and the Fourth Amendment to the Amended and Restated Regulations of HMO Texas, L.C. are adopted and approved.

RESOLVED FURTHER, that each of the officers of the Company is authorized to take such further actions as they may deem necessary or appropriate to carry out the purpose and intent of the foregoing resolutions.

RESOLVED FURTHER, that the authority given hereunder shall be deemed retroactive and any and all agreements, instruments, and documents, and all amendments thereto, and acts authorized hereunder that have been executed, delivered, or performed prior to the date hereof are hereby confirmed, ratified, and approved.

IN WITNESS WHEREOF, the undersigned member, being the sole member of the Company, hereby executes this written consent effective as of the 25<sup>th</sup> day of September, 1998.

Sierra Health Holdings, Inc.

By: Frank E. Collins  
Frank E. Collins, President