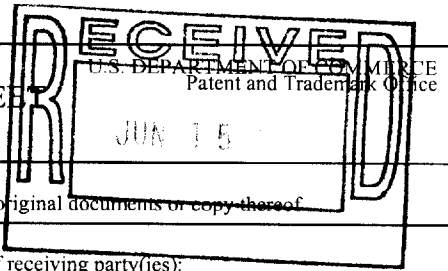


06-16-1999



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ORDINATION FORM COVER SHEET  
TRADEMARKS ONLY



Patents and Trademarks. Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):  
GTE Health Systems Incorporated  
210 West Dunlap Avenue, Suite 600  
Phoenix, AZ 85021

*mtd*  
*6-15-99*

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

Other: \_\_\_\_\_

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Merger
- Change of Name

Other: \_\_\_\_\_

Execution Date: March 3, 1999

2. Name and address of receiving party(ies):

Name: GTE Data Services Incorporated

Internal Address: \_\_\_\_\_

Street Address: One East Telecom Parkway

City: Temple Terrace State FL ZIP: 33637

- Individual(s) Citizenship \_\_\_\_\_
- Association \_\_\_\_\_
- General Partnership \_\_\_\_\_
- Limited Partnership \_\_\_\_\_
- Corporation-State Delaware
- Other \_\_\_\_\_

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

(Designation must be a separate document from Assignment)

Additional name(s) & address(es) attached?  Yes  No

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

A. Trademark Application No.(s)

B. Trademark registration No.(s) ( 1,438,526 )

Additional numbers attached?  Yes  No

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

Name: Janis M. Manning

Internal Address: GTE Service Corporation

Street Address: 600 Hidden Ridge

Mail Code HOE03G12

City: Irving State: TX ZIP: 75038

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41): \$ 40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

07-2351

(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.*

Janis M. Manning  
Name of Person Signing

Janis M. Manning  
Signature

6-14-99  
Date

Total number of pages comprising cover sheet: 1

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks  
Box Assignments  
Washington, D.C. 20231

06/16/1999 DNGUYEN 00000077 072351 1438526

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Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

TRADEMARK

(BDSM 47)

REEL: 001913 FRAME: 0559

(8/92)

ASSIGNMENT OF TRADEMARK


This ASSIGNMENT OF TRADEMARK is effective as of May 24, 1994 between GTE Health Systems Incorporated , a corporation organized and existing under the laws of Delaware (hereinafter "ASSIGNOR"), and GTE Data Services Incorporated, a corporation organized and existing under the laws of Delaware (hereinafter "ASSIGNEE").

WHEREAS, ASSIGNOR adopted and used the trademark Q/CARE, which is the subject of United States Trademark Registration No. 1,438,526 issued May 5, 1987;

WHEREAS, on May 24, 1994, pursuant to the terms of the Agreement for Purchase and Sale of Assets between ASSIGNOR and ASSIGNEE (hereinafter "Agreement"), ASSIGNOR conveyed unto ASSIGNEE the aforesaid trademark, together with the goodwill of the business symbolized by the trademark and the aforesaid trademark registration, together with the right to file the trademark in foreign countries (subject, however, to applicable trademark laws in such foreign countries), and the right to recover damages for any past and future acts of infringement, and is now desirous of confirming and making of record said conveyance.

NOW, THEREFORE, in consideration of the premises and the mutual covenants set forth in the Agreement and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, ASSIGNOR confirms that it assigned unto ASSIGNEE all rights, title and interest in and to the aforesaid trademark, together with the goodwill of the business symbolized by the trademark, and the aforesaid trademark registration, together with the right to file the trademark in foreign countries (subject, however, to applicable trademark laws in such foreign countries), and the right to recover damages for any past and future acts of infringement, nunc pro tunc as of May 24, 1994.

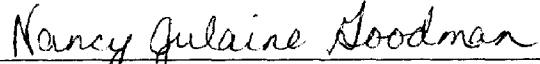
GTE HEALTH SYSTEMS, INCORPORATED

By:   
\_\_\_\_\_  
Scott Pierce  
Assistant Treasurer

STATE OF TEXAS  
COUNTY OF DALLAS

This instrument was acknowledged before me on March 3, 1999 by Scott Pierce.

T:\ASSIGN\tmhealth.doc

  
\_\_\_\_\_  
Notary Public  
My commission expires: 1-28-02