

9-30-99

FORM PTO-1618A
Expires 06/30/99
OMB0651-0027

10-04-1999

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



HEET

101160667

5/7/99
11-14

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 #

Conveyance Type

- Assignment License
- Security Nunc Pro Tunc Assignment
- Merger
- Change of Name
- Other

Effective Date
Month Day Year
5/7/99

75461844

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)
City State/Country Zip Code

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

If document to be recorded is an assignment and the receiving party is domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

FOR OFFICE USE ONLY

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

10/01/1999 15:00:00 75461844

01 FC:41
02 FC:42

Domestic Representative Name and Address

Enter for the first Receiving Party Only.

99 SEP 30 AM 11:14

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

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

#

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

Mark if additional numbers 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)

<input type="text" value="75/461,844"/>	<input type="text" value="75/461,765"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text" value="75/461,845"/>	<input type="text" value="75/461,759"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text" value="75/461,762"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment: Enclosed Deposit Account
 Deposit Account (any deficiency)
 (Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

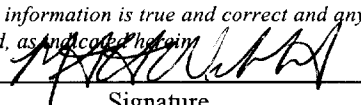
Yes No

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.

Mark H. Webbink

Name of Person Signing



Signature

9/29/99

Date Signed

**RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY**

Conveying Party **Mark if additional names of conveying parties attached**
Enter Additional Conveying Party

Execution Date
Month Day Year

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TRADEMARK ASSIGNMENT

This Assignment is made among HealthMatics G.P., a New York general partnership with offices at 1100 Crescent Green, Suite 210, Cary, North Carolina 27511 ("HealthMatics"), GW Investment Corp., a North Carolina corporation and general partner in HealthMatics ("GWIC"), GW Acquisition Corp., a Delaware corporation and general partner in HealthMatics ("GWAC"), MVP Acquisition One, Inc., a North Carolina corporation ("MVP1"), and MVP Acquisition Two, Inc., a North Carolina corporation ("MVP2").

WHEREAS, GWIC and GWAC sold, assigned, and transferred their respective partnership interests in HealthMatics to MVP1 and MVP2 on May 7, 1999; and

WHEREAS, it is the intention of MVP1 and MVP2 to continue the HealthMatics partnership without dissolution; and

WHEREAS, HealthMatics has filed those intent-to-use trademark applications for those marks listed in Appendix A (the "Marks") on the Principal Register of the United States Patent and Trademark office based upon HealthMatics' *bona fide* intent to use said Marks in connection with the goods and services set forth in Appendix A, and HealthMatics, GWIC, and GWAC wish to assign the Marks, all goodwill of the business associated with the Marks, and the business of HealthMatics in connection with which HealthMatics has used or has a *bona fide* intent to use the Marks; and

WHEREAS, HealthMatics, MVP1, and MVP2 desire to continue the business of HealthMatics in connection with which HealthMatics has used or has a *bona fide* intent to use the Marks and the above-described applications;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, HealthMatics, GWIC, and GWAC hereby assign and transfer all right, title and interest in and to the Marks and the above-referenced applications therefor, together with that portion of HealthMatics' business in connection with which HealthMatics has used or has a *bona fide* intent to use the Marks, the goodwill associated therein, and all of rights therein of HealthMatics, GWIC, and GWAC, including the right to recover damages and profits and all other remedies for past infringements thereof, to HealthMatics, MVP1, and MVP2, their successors and assigns.

IN WITNESS WHEREOF, the parties hereto have caused this instrument to be signed in their respective names by their duly authorized representatives effective May 7, 1999.

HEALTHMATICS, G.P. by its general partners:

GW INVESTMENT CORP.

By: Thomas T. Hane

Name: Thomas T. Hane

Title: Assistant Treasurer

GW ACQUISITION CORP.

By: Thomas T. Hane

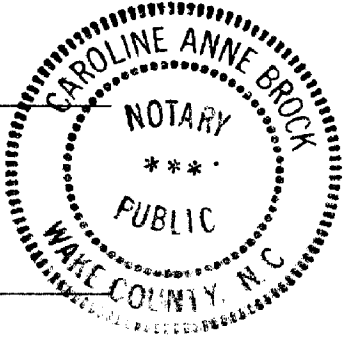
Name: Thomas T. Hane

Title: Assistant Treasurer

As to GW Investment Corp., as assignor

Sworn to and subscribed before me
this 14th day of September, 1999.

Caroline Anne Brock
Notary Public



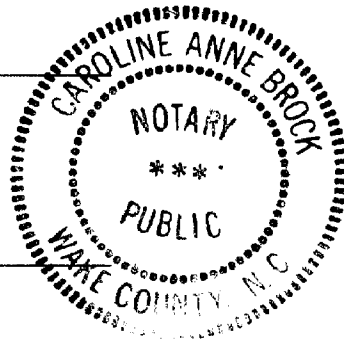
My Commission Expires:

My Commission Expires 5/18/02.

As to GW Acquisition Corp., as assignor

Sworn to and subscribed before me
this 14th day of September, 1999.

Caroline Anne Brock
Notary Public



My Commission Expires:

My Commission Expires 5/18/02.

Appendix A

Mark	Application Serial No.	Filing Date
HEALTHMATICS	75/461,844	4/3/98
HEALTHMATICS	75/461,845	4/3/98
HEALTHMATICS	75/461,762	4/3/98
HEALTHMATICS	75/461,765	4/3/98
HEALTHMATICS	75/461,759	4/3/98