

10-13-99

10-20-1999

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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

101175080

Our Ref: 43328-0019

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 Agreement Nunc Pro Tunc Assignment
 Merger
 Change of Name
Effective Date
Month Day Year
July 26, 1999
 Other _____

Conveying Party

____ Mark if additional names of conveying parties attached

Name Healthcare Report Cards, Inc.

Execution Date
Month Day Year

July 26, 1999

Formerly _____

Individual General Partnership Limited Partnership Corporation Association
 Other

Citizenship/State of Incorporation/Organization Delaware

Receiving Party

____ Mark if additional names of receiving parties attached

Name Healthgrades.com, Inc.

DBA/AKA/TA _____

Composed of _____

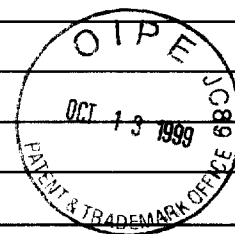
Address (line 1) Suite 600

Address (line 2) 44 Union Boulevard

Address (line 3) Lakewood, Colorado 80228

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 Delaware



10/20/1999 DNGUYEN 00000050 134520 75568724

FOR OFFICE USE ONLY

01 FC:481 40.00 CH
02 FC:482 150.00 CH

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 200231

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) 467-7446

Name Armand J. Zottola, III, Esq.
Address (line 1) MORGAN, LEWIS & BOCKIUS LLP
Address (line 2) 1800 M Street, N.W.
Address (line 3) Washington, D.C. 20036-5869

Pages Enter the total number of pages of the attached conveyance document including any attachments. # 2

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)
75/568,724
75/568,723
75/693,863
75/697,129
75/693,865
75/693,864
75/598,329

Registration Number(s)



Number of Properties Enter the total number of properties involved. # 7

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$ 190.00
Method of Payment: Enclosed _____ 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 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.

Armand J. Zottola, III, Esq. _____ 10/13/99
Name of Person Signing Signature Date Signed

SERVICE MARK ASSIGNMENT

This Assignment is made as of the 26th day of July, 1999, by Healthcare Report Cards, Inc., a Delaware corporation, having a principal place of business at Suite 600, 44 Union Boulevard, Lakewood, Colorado 80228 ("Assignor"), in favor of Healthgrades.com, Inc., a Delaware corporation, having a principal place of business at Suite 600, 44 Union Boulevard, Lakewood, Colorado 80228 ("Assignee").

WHEREAS, Assignor is the owner of all right, title and interest in and to the service marks set forth in the attached Schedule A (the "Marks"), the applications for federal registration therefor, and the goodwill developed through the use of the Marks;

WHEREAS, Assignee desires to acquire all right, title, and interest in and to the Marks, the applications for federal registration therefor, and the goodwill developed through the use of the Marks;

WHEREAS, Assignee is a successor in interest to the portion of the business of Assignor to which the Marks pertain and such business is ongoing and existing.

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, Assignor hereby assigns and transfers to Assignee, all right, title, and interest in and to the Marks, any applications for federal registration therefor, 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.

IN WITNESS WHEREOF, Assignor has caused this Assignment to be executed by a duly authorized representative effective as of the date written below.

HEALTHCARE REPORT CARDS, INC.

Date: July 26, 1999

By: Ray A. Padilla
Name: Ray A. Padilla
Title: Vice President

Acknowledgment:

Healthgrades.com, Inc.

By: Sarah Loughran
Title: Vice President
Sarah P. Loughran

1-WA/1261477.1

Date: July 26, 1999

SCHEDULE A

<u>Mark</u>	<u>Serial No.</u>
HEALTHCARE REPORT CARDS	75/568,724
HEALTHCAREREREPORTCARDS.COM	75/568,723
HEALTHGRADES	75/693,863
HEALTHGRADES Plus Design	75/697,129
HEALTHGRADES.COM	75/693,865
PROVIDERWEB.NET	75/693,864
THE HEALTHCARE RATINGS EXPERTS	75/598,329