

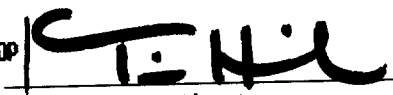
11-04-1999



MAD 11/02/99

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TO THE HON. COMMISSIONER OF PATENTS & TRADEMARKS: PLEASE RECORD THE ATTACHED ORIGINAL DOCUMENTS OR COPIES THEREOF.

<p>1. NAME AND ADDRESS OF CONVEYING PARTY</p> <p>BLUE CROSS AND BLUE SHIELD OF MASSACHUSETTS, INC. 100 Summer Street Boston, Massachusetts 02110</p> <p>(Massachusetts Corporation)</p> <p>Additional names of conveying parties attached? No.</p>	<p>2. NAME AND ADDRESS OF RECEIVING PARTY</p> <p>MWA, P.C. 360 Birnie Avenue Springfield, Massachusetts 01107</p> <p>(Massachusetts Corporation)</p> <p>Additional names of receiving parties attached? No.</p>
<p>3. NATURE OF CONVEYANCE:</p> <p><input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger</p> <p><input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name</p> <p>Execution Date: <u>August 27, 1999</u></p>	<p>If assignee is not domiciled in the United States, a designation of domestic representative is attached.</p>
<p>4. APPLICATION OR REGISTRATION NUMBER(S)</p> <p>A. Trademark Application Nos.</p> <p>Additional numbers attached? No.</p>	<p>B. Trademark Registration Nos.</p> <p>1,128,050</p> <p>Additional numbers attached? No.</p>
<p>5. NAME AND ADDRESS OF PARTY TO WHOM CORRESPONDENCE CONCERNING DOCUMENT SHOULD BE MAILED:</p> <p>TIMOTHY H. HIEBERT SAMUELS, GAUTHIER & STEVENS LLP 225 FRANKLIN STREET, SUITE 3300 BOSTON, MA 02110</p>	<p>6. TOTAL NUMBER OF APPLICATIONS AND REGISTRATIONS INVOLVED: <u>1</u></p> <p>7. TOTAL FEE DUE: \$ <u>40.00</u> (Check enclosed)</p> <p>If any additional fee(s) are due, the Commissioner is hereby authorized to charge the Deposit Account identified in item 8.</p> <p>8. DEPOSIT ACCOUNT NUMBER: <u>19-0079</u></p>
DO NOT USE THIS SPACE	
<p>9. STATEMENT AND SIGNATURE</p> <p>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.</p> <p>11/03/1999 MTHA11 00000181 1128050 01 FC:481</p> <p><u>40.00</u> OP </p> <p>Timothy H. Hiebert Signature Name of Person Signing</p> <p><u>October 29, 1999</u> Signature Date</p> <p>10. Total pages: <u>2</u></p> <p>1770.99G</p>	

TRADEMARK REEL: 001984 FRAME: 0508

SERVICE MARK ASSIGNMENT

WHEREAS, Blue Cross and Blue Shield of Massachusetts, Inc., a Massachusetts corporation located at 100 Summer Street, Boston, Massachusetts 02110, hereinafter referred to as Assignor, is the owner of the MEDICAL WEST mark for medical and dental outpatient services, and of U.S. Registration No. 1,128,050 dated December 18, 1979;


WHEREAS, MWA, P.C., a Massachusetts corporation located at 360 Birnie Avenue, Springfield, Massachusetts 01107, hereinafter referred to as Assignee, wishes to acquire said mark together with the goodwill of the business with which said mark is used and which is symbolized by said mark and any and all registrations and applications for registration of said mark;

NOW, THEREFORE, in consideration of good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged by Assignor, Assignor hereby assigns to Assignee the entire right, title and interest in and to said mark, all registrations of and applications to register said mark, including Registration No. 1,128,050 dated December 18, 1979, the right to recover for past infringement of said mark, and the goodwill of the business in connection with which said mark is used and which is symbolized by said mark.

The effective date of this assignment is August 27, 1999.

BLUE CROSS AND BLUE SHIELD
OF MASSACHUSETTS, INC.

By: _____


Gary D. St. Hilaire
Executive Vice President
and Chief Financial Officer