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FORM 201 (Rev. 10/97)
Patent and Trademark Office
U.S. Department of Commerce

04-14-2000

U.S. Department of Commerce
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OPR/FINANCE

101319347

RECORDATION FORM COVER SHEET
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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
 - Other _____
- Effective Date
Month Day Year
1/7/00

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year
1/7/00

Name Insurdata Incorporated

Formerly _____

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

Receiving Party

Mark if additional names of receiving parties attached

Name HealthAxis.com Inc.

DBA/AKA/TA _____

Composed of _____

Address (line 1) _____

Address (line 2) 2500 DeKalb Pike

Address (line 3) East Norriton

Pennsylvania

19401

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

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.)

04/13/2000 DNGUYEN 00000306 75404089

FOR OFFICE USE ONLY

01 FC:481
02 FC:482

(40.00 OP)
(300.00 OP)

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Mail documents to be recorded with required cover sheet(s) info TRADEMARK

REEL: 002050 FRAME: 0268

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 (215) 569-5798

Name Michael J. Smith

Address (line 1) BLANK ROME COMISKY & MCCAULEY LLP

Address (line 2) One Logan Square

Address (line 3) Philadelphia, PA 19103-6998

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)

75/404,089	75/764,328	_____
75/404,087	75/764,290	_____
75/404,086	75/764,289	_____

2,284,642	2,268,420	2,266,450
2,275,551	2,268,419	_____
2,275,550	2,268,418	_____

Number of Properties

Enter the total number of properties involved.

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$ 340.00

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:

02-2555

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.

Michael J. Smith

Name of Person Signing

Michael J. Smith

Signature

3/1/2000

Date Signed

ARTICLES OF MERGER

of

INSURDATA INCORPORATED

into

HEALTHAXIS.COM, INC.

FILED
In the Office of the
Secretary of State of Texas

JAN 07 2000

Corporations Section

Pursuant to the provisions of Article 5.04 of the Texas Business Corporation Act, the undersigned corporations adopt the following Articles of Merger.

1. Pursuant to an Agreement and Plan of Merger (the "Plan of Merger"), Insurdata Incorporated ("Insurdata") will be merged with and into HealthAxis.com, Inc. ("HealthAxis"), with HealthAxis as the surviving corporation in the merger. Insurdata is organized as a corporation under the laws of the State of Texas, and HealthAxis is organized as a corporation under the laws of the Commonwealth of Pennsylvania.

2. The Plan of Merger was duly approved by the shareholders of each of Insurdata and HealthAxis as set forth below.

3. An executed copy of the Plan of Merger is on file at HealthAxis' principal place of business located at 2500 DeKalb Pike, East Norriton, Pennsylvania 19401. A copy of the plan of merger will be furnished by HealthAxis to any of the shareholders of Insurdata and HealthAxis on written request and without cost to any shareholder.

4. As to each of Insurdata and HealthAxis, the approval of whose shareholders is required, the number of shares outstanding, and in the case of HealthAxis, the number of shares of each series entitled to vote as a class, and the series designation are as follows:

	<u>Number of Shares Outstanding</u>
<u>Insurdata</u>	
Common Stock	16,396,667
<u>HealthAxis</u>	
Common Stock	20,584,814
Series A Preferred Stock	545,916
Series B Preferred Stock	625,529
Series C Preferred Stock	1,526,412
Series D Preferred Stock	333,334

5. The approval of the Plan of Merger by the shareholders of Insurdata was by unanimous written consent, given in accordance with the provisions of Article 9.10 of the Texas Business Corporation Act. As to HealthAxis, the total number of shares voted for and against the Plan of Merger and the number of shares of each class voted for or against the Plan of Merger is as follows:

	<u>Total Voted For</u>	<u>Total Voted Against</u>
<u>Insurdata</u>		
Common Stock	16,396,667	0
<u>HealthAxis</u>		
Common Stock	19,137,615	0
Series A Preferred Stock	445,916	0
Series B Preferred Stock	625,529	0
Series C Preferred Stock	1,383,024	0
Series D Preferred Stock	333,334	0

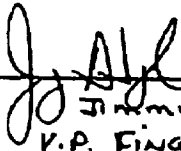
6. With respect to HealthAxis, the approval of the Plan of Merger was duly authorized by all action required by the laws of the Commonwealth of Pennsylvania and in accordance with the HealthAxis' Articles of Incorporation and bylaws.

7. Upon the merger, HealthAxis will be responsible for the payment of all fees and franchise taxes of Insurdata and will be obligated to pay such fees and franchise taxes if the same are not timely paid.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

Executed on this 7 day of January, 2000.

Insurdata Incorporated


 By: _____ Jimmy D. Taylor
 Its: V.P. Finance

HealthAxis.com, Inc.

 By:
 Its:

Executed on this 7 day of January, 2000.

Insurdata Incorporated

By:
Its:

HealthAxis.com, Inc.



By: Michael Ashker
Its: President and Chief Executive Officer



The State of Texas

SECRETARY OF STATE

IT IS HEREBY CERTIFIED that the attached is a true and correct copy of the following described document on file in this office:

**INSURDATA INCORPORATED
CHARTER #564138-00**

ARTICLES OF MERGER

JANUARY 7, 2000



IN TESTIMONY WHEREOF, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on February 15, 2000.



Elton Bomer
Secretary of State

PH

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RECORDED: 03/06/2000

REEL: 002050 FRAME: 0274