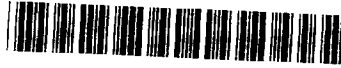


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Patent and Trademark Office
Attorney Docket No: BLUE212958

To the Honorable Assistant Commissioner for Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
Blue Cross of Washington and Alaska



Name and address of receiving party(ies):

Name: Premera Blue Cross
Address: P.O. Box 327

Individuals

General Partnership

Corporation-State

Other _____

04-24-2000

U.S. Patent & TMO/c/TM Mail Rpt Dt. #30

City: Seattle State: WA ZIP: 98111-0227

Individual(s) citizenship _____

Association State of _____

General Partnership State of _____

Limited Partnership State of _____

Corporation-State State of Washington

Other _____

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

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

3. Nature of conveyance:

Assignment

Merger

Security Agreement

Change of Name

Other _____

Execution date: 4/8/00

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

A. Trademark Application No(s).

B. Trademark Registration No(s). 2,205,946

Additional numbers attached? Yes No

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

Jerald E. Nagae, Esq.
CHRISTENSEN O'CONNOR
JOHNSON & KINDNESS^{PLLC}
1420 Fifth Avenue
Suite 2800
Seattle, WA 98101-2347
206.682.8100

6. Total number of applications and registrations involved: 1

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

Check No. 115394 in the amount of \$40.00 is enclosed.

8. The Commissioner is authorized to charge any fees that may be required or credit any overpayment to Deposit Account Number 03-1740.

05/12/2000 BCOATEC 00000206 2205496

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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.

Jerald E. Nagae

Name of Attorney or Agent

Registration No. 29,418

Direct Dial 206.695.1705

Signature

4/14/00

Date

Total number of pages including cover sheet, attachments and document: 2

OMB No. 0651-0011 (exp. 4/94)

I hereby certify that this correspondence is being deposited with the U.S. Postal Service in a sealed envelope as first class mail with postage thereon fully prepaid addressed to: Assistant Commissioner for Trademarks, 2900 Crystal Drive, Arlington, VA 22202-3513, on April 18, 2000

Date: April 18, 2000

ASSIGNMENT OF REGISTERED SERVICE MARK

WHEREAS, Blue Cross of Washington and Alaska (hereinafter the "ASSIGNOR"), has adopted and is using the service mark DENTAL CLASSIC which has been registered in the United States Patent and Trademark Office, Registration No. 2,205,946 dated November 24, 1998; and

WHEREAS, Premera Blue Cross (hereinafter the "ASSIGNEE") is desirous of acquiring said mark and registration thereof;

NOW, THEREFORE, for sufficient, good, and valuable consideration, the receipt of which is hereby acknowledged, ASSIGNOR does hereby sell, assign and transfer unto ASSIGNEE its entire right, title to and interest in said service mark and said registration, together with the goodwill of the business associated with the service mark.

Executed at Seattle, Washington, this 8th day of April, 2000.

PREMERA BLUE CROSS

John P. Domeika
John P. Domeika
Vice President/Corporate Secretary

Date: 4/8/2000

STATE OF WASHINGTON)
)
COUNTY OF KING)

On this 8th day of April, 2000, personally appeared before me John P. Domeika, to me known to be the individual named above who executed the within and foregoing instrument, and acknowledged that he signed the same as his free and voluntary act and deed, for the uses and purposes therein mentioned.

Tom Nelson
Notary Public
My commission expires 4/7/02

JEN/GC