

06-22-2000



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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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 Effective Date
Month Day Year
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Name

Execution Date
Month Day Year

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

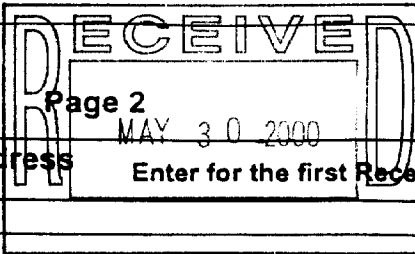
- Individual General Partnership Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)
- Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

06/22/2000 JTALLAH2 00000071 2189306
01 FC:481 40.00 OP
02 FC:482 375.00 OP

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



Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name Laureen Seeger

Address (line 1) HBO & Company

Address (line 2) 5995 Windward Parkway

Address (line 3)

Address (line 4) Alpharetta, Georgia 30005

Correspondent Name and Address

Area Code and Telephone Number 404 338-2280

Name Laureen Seeger

Address (line 1) HBO & Company

Address (line 2) 5995 Windward Parkway

Address (line 3)

Address (line 4) Alpharetta, Georgia 30005

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

5

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"/>	<input type="text"/>	<input type="text"/>		<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	PLEASE	SHE	ATTACHED	<input type="text"/>	<input type="text"/>
<input type="text"/>	<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.

16

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$ 415.00

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:

#

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.

Laureen Seeger

5-17-2000

Name of Person Signing

Signature

Date Signed

INTERQUAL

2,189,306	AUTOBOOK
1,748,300	INTERQUAL
1,751,266	INTERQUAL
1,151,958	INTERQUAL
2,123,144	IPM
1,761,314	ISD
2,188,078	ISD-AC
2,114,358	ISD-AC
2,124,911	ISD-HC
2,114,357	ISD-HC
2,120,113	ISD-RHB
2,188,077	ISD-RHB
2,189,609	ISD-SAC
2,137,569	ISD-SAC
2,207,928	ISP
2,207,929	ISX

State of Delaware
Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"INTERQUAL, INC.", A DELAWARE CORPORATION,

WITH AND INTO "ACCESS HEALTH, INC" UNDER THE NAME OF "ACCESS HEALTH, INC", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTY-FIRST DAY OF MARCH, A.D. 1999, AT 3 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Edward J. Freel

Edward J. Freel, Secretary of State

2235372 81004

991127196

AUTHENTICATION: 9663663

DATE: 03-31-99

TRADEMARK

REEL: 002091 FRAME: 0491

Mar. 31. 1999 4:28PM NATIONAL CORP. RESEARCH LTD.

FILED 03:00 PM 03/31/1999
DIVISION OF CORPORATIONS
991127106 - 2235372

**CERTIFICATE OF OWNERSHIP AND MERGER
OF**

**Intequal, Inc., a Delaware corporation
INTO
Access Health, Inc., a Delaware corporation**

Access Health, Inc., a corporation organized and existing under the laws of the State of Delaware (the "Corporation"), pursuant to Section 253(a) of the General Corporation Law of the State of Delaware, on this 31st day of March, 1999, DOES HEREBY CERTIFY that:

FIRST: The Corporation is a business corporation of the State of Delaware.

SECOND: The Corporation owns one hundred percent (100%) of the outstanding shares of common stock (the only class of outstanding stock) of Intequal, Inc., a Delaware corporation.

THIRD: The Board of Directors of the Corporation, by resolutions duly adopted on the 31st day of March, 1999, has voted to effect a merger pursuant to Section 253 of the Delaware General Corporation Law merging Intequal, Inc. with and into the Corporation (the "Merger"). A true and correct copy of such resolutions is enclosed hereto as Exhibit A and incorporated herein by this reference. Said resolutions have not been modified or rescinded and are in full force and effect on the date hereof.

FOURTH: The Merger shall become effective at 3:00 p.m., Delaware time, on March 31, 1999.

IN WITNESS WHEREOF, Access Health, Inc. has caused this Certificate to be signed and attested by its duly authorized officers as of the day and year above written.

ACCESS HEALTH, INC.
a Delaware corporation

[Signature]

Timothy H. Connor

Senior Vice President, CFO

[Signature]

Robert Gentry
Vice President Finance and Accounting

ATT NEEDED

04/01 11:24 1999 FROM:

Apr-01-99 10:58A
APR 1 1999 10:58AM

NATIONAL CORPORATE RESEARCH, LTD.

NO. 0022 P. 4

P. 04

Mar. 31. 1999 4:28PM NATIONAL CORP. RESEARCH LTD.

No. 7309 P. 3/9

EXHIBIT A

**Resolutions Adopted by Written Consent
in Lieu of a Meeting by the Board of
Directors of Access Health, Inc.
as of March 31, 1999**

Pursuant to Section 141(f) of the General Corporation Law of Delaware, the undersigned, being the Board of Directors of Access Health, Inc. (the "Corporation"), do hereby consent to and adopt the following resolutions, which actions shall have the same force and effect as if taken by unanimous affirmative vote at a meeting of the Board of Directors of the Corporation duly called and held.

WHEREAS, it is in the best interest of the Corporation to merge Interqual, Inc., a Delaware corporation, which is a wholly-owned subsidiary of the Corporation, with and into the Corporation (the "Merger");

NOW, THEREFORE, BE IT RESOLVED that Interqual, Inc. be merged into this Corporation, which shall assume all rights, liabilities and obligations of Interqual, Inc., effective upon filing with and acceptance by the Secretary of State of Delaware of a duly executed Certificate of Ownership and Merger;

FURTHER RESOLVED, that in connection with effecting the Merger, any and all officers of the Corporation (the "Authorized Officers") be and hereby are, or each Authorized Officer is, severally authorized, empowered and directed to take such actions on behalf of the Corporation, as such officer or officers deem necessary, advisable or appropriate in furtherance of the Merger; and

FURTHER RESOLVED, that the Authorized Officers be and hereby are severally authorized, empowered and directed to prepare and execute a Certificate of Ownership and Merger, in the manner and form required by the Delaware General Corporation Law, to file said Certificate with the office of the Secretary of State of Delaware, and to prepare and execute all other documents and to take all such other actions which are in such officers' discretion deemed necessary to carry into effect the full intent and purpose of the resolutions heretofore adopted with respect to the Merger.

AT: 1020001

Apr-01-99 10:59A
APR 1 1999 10:59AM

NATIONAL CORPORATE RESEARCH, LTD.

NO. 0022 P. 10

P.07

Mar. 31. 1999 4:29PM

NATIONAL CORP. RESEARCH LTD.

No. 7309 P. 6/9

EXHIBIT A

**Resolutions Adopted by Written Consent
in Lieu of a Meeting by the Board of
Directors of HHO & Company
as of March 31, 1999**

Pursuant to Section 141(f) of the General Corporation Law of Delaware, the undersigned, being the Board of Directors of HHO & Company (the "Corporation"), do hereby consent to and adopt the following resolutions, which actions shall have the same force and effect as if taken by unanimous affirmative vote at a meeting of the Board of Directors of the Corporation duly called and held.

WHEREAS, it is in the best interest of the Corporation to merge Access Health, Inc., a Delaware corporation, which is a wholly-owned subsidiary of the Corporation, with and into the Corporation (the "Merger");

NOW, THEREFORE, BE IT RESOLVED that Access Health, Inc. be merged into this Corporation, which shall assume all rights, liabilities and obligations of Access Health, Inc., effective upon filing with and acceptance by the Secretary of State of Delaware of a duly executed Certificate of Ownership and Merger;

FURTHER RESOLVED, that in connection with effecting the Merger, any and all officers of the Corporation (the "Authorized Officers") be and hereby are, or each Authorized Officer is, severally authorized, empowered and directed to take such actions on behalf of the Corporation, as the sole shareholder of Access Health, Inc., as such officer or officers deem necessary, advisable or appropriate in furtherance of the Merger; and

FURTHER RESOLVED, that the Authorized Officers be and hereby are severally authorized, empowered and directed to prepare and execute a Certificate of Ownership and Merger, in the manner and form required by the Delaware General Corporation Law, to file said Certificate with the office of the Secretary of State of Delaware, and to prepare and execute all other documents and to take all such other actions which are in such officers' discretion deemed necessary to carry into effect the full intent and purpose of the resolutions heretofore adopted with respect to the Merger.

AT: 18277041