FORM PTO-1618A
Expires 06/30/99
OMB 0651-0027

06-22-2000

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U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

MKD 5.30.00

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

- [X] 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
- [X] Merger
- [ ] Change of Name
- [ ] Other

Effective Date Month Day Year: 3-31-99

Conveying Party

[ ] Mark if additional names of conveying parties attached

Name: Access Health, Inc.

Execution Date Month Day Year: 03/31/1999

Formerly:

[ ] Individual [ ] General Partnership [ ] Limited Partnership [X] Corporation [ ] Association

[ ] Other

[X] Citizenship/State of Incorporation/Organization: Delaware

Receiving Party

[ ] Mark if additional names of receiving parties attached

Name: HBO & Company

DBA/AKA/TA:

Composed of:

Address (line 1): 5995 Windward Parkway

Address (line 2):

Address (line 3): Alpharetta (City) Georgia (State/Country) 30005 (Zip Code)

[ ] Individual [ ] General Partnership [ ] Limited Partnership

[X] Corporation [ ] Association

[ ] Other

[ ] 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.)*

[X] Citizenship/State of Incorporation/Organization: Delaware

06/22/2000 JJALLAN2 00000072 2257529

01 FC:481 40.00 OP
02 FC:482 475.00 OP

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Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

FORM PTO-1618B
Expires 06/30/99
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RECEIVED
MAY 30 2000

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

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. # 4

Trademark Application Number(s) or Registration Number(s)

[X] 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)		
		PLEASE SEE	ATTACHED		

Number of Properties

Enter the total number of properties involved. # 20

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41): $ 515.00

Method of Payment: Enclosed [X] 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

ACCESS HEALTH

2,257,529	9 Months & Beyond
1,988,056	Access Care Management System
2,131,393	Access Network
1,640,034	America's Source for Health Care Answers
1,512,022	Ask-A-Nurse
1,587,084	Ask-A-Nurse Design
1,975,486	AudioHealth Library
1,694,070	Clinical Reference
2,053,650	Computer Based Solutions for Patient Education
2,215,709	Personal Care Advisor
1,893,855	Personal Health Advisor
2,033,128	Personal Health Advisor
1,637,069	Your Source For Health Care Answers
1,689,957	Design of Book
1,677,411	Design for Clinical Reference
1,688,870	Design of Computer
1,613,348	Design of Phone in Hand
1,587,084	Design of RN with Diamond
2,257,529	Design of Woman w/baby
Serial No. 75398233	First Welcome

TRADEMARK
REEL: 002091 FRAME: 0789

State of Delaware

Office of the Secretary of State

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:

"ACCESS HEALTH, INC", A DELAWARE CORPORATION,

WITH AND INTO "HBO & COMPANY" UNDER THE NAME OF "HBO & COMPANY", 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 3:55 O'CLOCK P.M.

Edward J. Freel, Secretary of State

0807161 8100M

991229660

AUTHENTICATION: 9792028

DATE: 06-08-99

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 03:55 PM 03/31/1999
991127201 - 0807161

CERTIFICATE OF OWNERSHIP AND MERGER
OF
Access Health, Inc., a Delaware corporation
INTO
HBO & Company, a Delaware corporation

HBO & Company, 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 Access Health, Inc., a Delaware corporation.

THIRD: The Board of Directors of the Corporation, by resolutions duly adopted as of the 31st day of March, 1999, has voted to effect a merger pursuant to Section 253 of the Delaware General Corporation law merging Access Health, Inc. with and into the Corporation (the "Merger"). A true and correct copy of such resolutions is annexed 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 4:00 p.m., Delaware time, on March 31, 1999.

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

HBO & COMPANY
(a Delaware corporation)

By: Albert J. Bergonzi
Title: pres
Albert J. Bergonzi
President

Attest: Jay M. Lapine
Title: Jay M. Lapine
Sr. Vice President, General Counsel and Secretary

AT: 1027784v1

EXHIBIT A

Resolutions Adopted by Written Consent
in Lieu of a Meeting by the Board of
Directors of HBO & 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 HBO & 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: 1027784v1