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Patent and Trademark Office
Attorney Docket No: BLUE212325

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To the Honorable Assistant Commissioner f

original documents or copy thereof.

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

Individuals Association
 General Partnership Limited Partnership
 Corporation-State
 Other _____

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

2. Name and address of receiving party(ies):
Name: Premera Blue Cross
Address: P.O. Box 327

City: Seattle State: WA ZIP: 98111-0327

Individual(s) citizenship _____
 Association State of _____
 General Partnership State of _____
 Limited Partnership State of _____
 Corporation-State State of Washington
 Other _____

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: May 19, 2000

4. Application number(s) or registration number(s):
A. Trademark Application No(s).
Additional numbers attached? Yes No

B. Trademark Registration No(s). 2,200,020
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. 115713 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.

07/10/2000 BNGUYEN 00000108 2200020
01 FC1481 40.00 DP

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

Jerald E. Nagae Signature 5/23/2000 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 May 23, 2000
Date: May 23, 2000

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TRADEMARK
REEL: 002097 FRAME: 0569

ASSIGNMENT OF REGISTERED SERVICE MARK

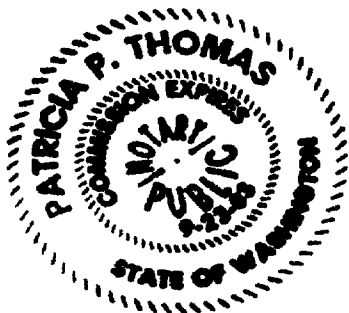
WHEREAS, Blue Cross of Washington and Alaska (hereinafter the "ASSIGNOR"), has adopted and is using the service mark DENTALSENSE which has been registered in the United States Patent and Trademark Office, Registration No. 2,200,020 dated October 27, 1998; and

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 19 day of May, 2000.

BLUE CROSS OF WASHINGTON AND ALASKA



Handwritten signature of John P. Domeika

John P. Domeika
Vice President/Corporate Secretary

Date: May 19, 2000

STATE OF WASHINGTON)

COUNTY OF KING Snohomish)

On this 19th day of May, 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.

Handwritten signature of Notary Public

Notary Public
My commission expires 9/23/03

JEN/GC