



RECORDATION FORM COVER SHEET

Docket No.:

06-25-2001

TR

07-11-2001

U.S. Patent & TMO/TM Mail Rpt Dt. #71

To the Honorable Commissioner of Patents and



and original documents or copy thereof.

1. Name of conveying party(ies):

101773140

receiving party(ies):

Blue Cross and Blue Shield of Rhode Island

Name: Blue Cross and Blue Shield Association

62501

Internal Address:

- Individual(s)
- General Partnership
- Corporation-State RI
- Other

Street Address: 225 North Michigan Avenue

City: Chicago State: IL ZIP: 60601

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- Other not-for-profit corporation

If assignee is not domiciled in the United States, a domestic designation is Yes N (Designations must be a separate document from Additional name(s) & address(es) Yes N

Additional names(s) of conveying party(ies) Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date:

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

A. Trademark Application No.(s)

75/938,920

B. Trademark Registration No.(s)

2,433,498

Additional numbers Yes No

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

Name: Elliott C. Bankendorf

Internal Address: Welsh & Katz, Ltd.

Street Address: 120 South Riverside Plaza

City: Chicago State: IL ZIP: 60606

6. Total number of applications and registrations involved: 1

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

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

23-0920

DO NOT USE THIS SPACE

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40.00

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.

Elliott C. Bankendorf

Name of Person Signing

Elliott C. Bankendorf

Signature

June 25, 2001

Date

Total number of pages including cover sheet, attachments, and TRADEMARK

REEL: 002326 FRAME: 0804

ASSIGNMENT

WHEREAS, Blue Cross and Blue Shield of Rhode Island, a Rhode Island corporation with its principal place of business at 444 Westminster Street, Providence, Rhode Island 02903 has adopted, owned and is using the mark BLUE PERKS and Design (the Mark) in connection with:

Development and administration of group purchasing programs as a value added benefit of membership or participation in insurance plans, health management organizations, physicians, dentists, hospital and pharmacy plans, home health care plans, ambulatory health treatment plans and preventive health treatment plans; and

WHEREAS, Assignor owns a federal registration for the mark on the principal register of the United States Patent and Trademark Office in connection with the services therein identified and known as registration number 2,433,498 registered on March 6, 2001; and

WHEREAS, Blue Cross and Blue Shield Association, an Illinois not-for-profit corporation with its principal place of business at 225 North Michigan Avenue, Chicago, Illinois 60601 desires to acquire the mark aforesaid and the above-referenced registration;

NOW, THEREFORE, in consideration of the sum of Ten Dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, assigns and transfers unto Assignee all right, title and interest in and to the mark together with all of the goodwill of the business symbolized by the said mark and the registration thereof.

Dated: 6/12/01

BLUE CROSS AND BLUE SHIELD OF RHODE ISLAND

By: 

Its: General Counsel & Vice President

Dated: 6/18/01

BLUE CROSS AND BLUE ASSOCIATION

By: 

Its: Senior Vice President

The United States of America



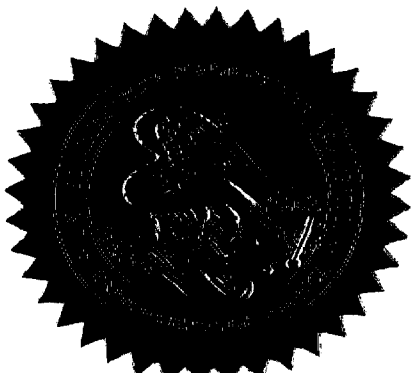
CERTIFICATE OF REGISTRATION PRINCIPAL REGISTER

The Mark shown in this certificate has been registered in the United States Patent and Trademark Office to the named registrant.

The records of the United States Patent and Trademark Office show that an application for registration of the Mark shown in this Certificate was filed in the Office; that the application was examined and determined to be in compliance with the requirements of the law and with the regulations prescribed by the Director of the United States Patent and Trademark Office; and that the Applicant is entitled to registration of the Mark under the Trademark Act of 1946, as Amended.

A copy of the Mark and pertinent data from the application are part of this certificate.

This registration shall remain in force for TEN (10) years, unless terminated earlier as provided by law, and subject to compliance with the provisions of Section 8 of the Trademark Act of 1946, as Amended.



Nicholas P. Lodici

Acting Director of the United States Patent and Trademark Office

TRADEMARK

REEL: 002326 FRAME: 0806

Int. Cl.: 35

Prior U.S. Cls.: 100, 101 and 102

United States Patent and Trademark Office

Reg. No. 2,433,498

Registered Mar. 6, 2001

**SERVICE MARK
PRINCIPAL REGISTER**



BLUE CROSS & BLUE SHIELD OF RHODE
ISLAND (RHODE ISLAND CORPORATION)
444 WESTMINSTER STREET
PROVIDENCE, RI 02903

FOR: DEVELOPMENT AND ADMINISTRATION
OF GROUP PURCHASING PROGRAMS AS A VA-
LUE ADDED BENEFIT OF MEMBERSHIP OR PAR-
TICIPATION IN INSURANCE PLANS, HEALTH
MANAGEMENT ORGANIZATIONS, PHYSICIANS,
DENTISTS, HOSPITAL AND PHARMACY PLANS,
HOME HEALTHCARE PLANS, AMBULATORY
HEALTH TREATMENT PLANS AND PREVENTIVE

HEALTH TREATMENT PLANS, IN CLASS 35 (U.S.
CLS. 100, 101 AND 102).

FIRST USE 12-0-1999; IN COMMERCE 12-0-1999.

NO CLAIM IS MADE TO THE EXCLUSIVE
RIGHT TO USE "PERKS", APART FROM THE
MARK AS SHOWN.

SER. NO. 75-938,920, FILED 3-8-2000.

RICHARD DONNELL, EXAMINING ATTORNEY