

01-22-2002



Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings

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RE: 7

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U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): Health Net, Inc. [] Individual(s) [] Association [] General Partnership [] Limited Partnership [x] Corporation-State Delaware [] Other Additional name(s) of conveying party(ies) attached? [] Yes [x] No

2. Name and address of receiving party(ies) Name: QualCare, Inc. Internal Address: Street Address: 242 Old New Brunswick Rd. City: Piscataway State: NJ Zip: 08854 [] Individual(s) citizenship [] Association [] General Partnership [] Limited Partnership [x] Corporation-State New Jersey [] Other If assignee is not domiciled in the United States, a domestic representative designation is attached: [] Yes [x] No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? [] Yes [x] No

3. Nature of conveyance: [x] Assignment [] Merger [] Security Agreement [] Change of Name [] Other Execution Date: October 22, 2001

4. Application number(s) or registration number(s): A. Trademark Application No.(s) B. Trademark Registration No.(s) 1,930,110; 1,930,111 Additional number(s) attached [] Yes [x] No

6. Total number of applications and registrations involved: 2

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Michael J. Smith, Esquire Internal Address: 9th Floor Blank Rome Comisky & McCauley Street Address: One Logan Square City: Philadelphia State: PA Zip: 19103

7. Total fee (37 CFR 3.41).....\$ [] Enclosed [x] Authorized to be charged to deposit account 8. Deposit account number: 02-2555 (Attach duplicate copy of this page if paying by deposit account)

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. Michael J. Smith, Esquire [Signature] 10/25/2001 Date Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 6

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

01/22/2002 AAHMED1 00000138 022555 1330110 01 FC:481 40.00 CH 25.00 CH 02 FC:482

TRADEMARK REEL: 002427 FRAME: 0541

ASSIGNMENT

FOR VALUE RECEIVED, Health Net, Inc., a Delaware corporation ("Health Net"), hereby irrevocably sells, assigns, transfers and conveys to QualCare, Inc., a New Jersey corporation ("PPNJ"), and PPNJ does hereby accept from Health Net, all of its right, title and interest in and to U.S. Reg. No. 1,930,110 for QUALCARE and U.S. Reg. No. 1,930,111 for QUALCARE PREFERRED, together with any and all goodwill associated therewith.

HEALTH NET, INC.

QUALCARE, INC.

By: *Philip G. Davis*
Name: PHILIP G. DAVIS
Title: VP, ASS'T GEN'L COUNSEL
Dated: 10-22-01

By: _____
Name: _____
Title: _____
Dated: _____

ASSIGNMENT

FOR VALUE RECEIVED, Health Net, Inc., a Delaware corporation ("Health Net"), hereby irrevocably sells, assigns, transfers and conveys to QualCare, Inc., a New Jersey corporation ("PPNJ"), and PPNJ does hereby accept from Health Net, all of its right, title and interest in and to U.S. Reg. No. 1,930,110 for QUALCARE and U.S. Reg. No. 1,930,111 for QUALCARE PREFERRED, together with any and all goodwill associated therewith.

HEALTH NET, INC.

QUALCARE, INC.

By: _____
Name: _____
Title: _____
Dated: _____

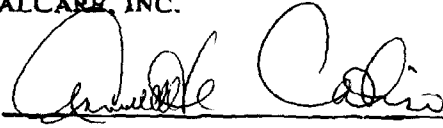
By:  _____
Name: Annette Catino
Title: President & CEO
Dated: 10-23-01

Exhibit A

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