

Form PTO-1594
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OMB No. 0651-0027 (exp. 5/31/2002)

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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

Tab settings

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

1 Name of conveying party(ies):
HealthAnswers, Inc.

- Individual(s)
- General Partnership
- Corporation-State **Delaware**
- Other
- Association
- Limited Partnership

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

3. Nature of conveyance:

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

Execution Date: **4/15/2003**

2 Name and address of receiving party(ies)

Name: **HAED Acquisition LLC**
Internal
Address:

Street Address: **125 Park Avenue - 4th Floor**

City: **New York** State: **NY** Zip: **10017**

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- Other **Delaware limited liability company**

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? Yes No

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

A. Trademark Application No.(s) **76/392238**

B. Trademark Registration No (s) **1769012**
2607163

Additional number(s) attached Yes No

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

Name: **David A. Weems, Esq.**

Internal Address: **DAVIS & GILBERT**

Street Address: **1740 Broadway**

City: **New York** State: **NY** Zip: **10019**

6. Total number of applications and registrations involved. **3**

7. Total fee (37 CFR 3.41) \$ **90.00**

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number

502293

DO NOT USE THIS SPACE

9. Signature.

David A. Weems
Name of Person Signing


Signature

4/18/2003
Date

Total number of pages including cover sheet, attachments, and document **3**

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

TRADEMARK ASSIGNMENT

WHEREAS, HealthAnswers, Inc., a Delaware corporation, located at 600 Congress Avenue, Austin, Texas 78701/USA (hereinafter "Assignor"), is the owner of the marks listed below (the "Marks") and the indicated registrations and application in the United States Patent and Trademark Office:

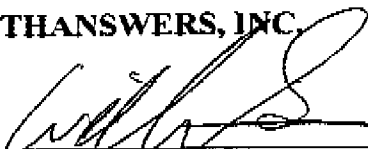
<u>Mark</u>	<u>Registration No.</u>	<u>Registration Date</u>
HEALTHANSWERS	1769012	May 4, 1993
HEALTHANSWERS & Design	2607163	August 13, 2002


<u>Mark</u>	<u>Serial No.</u>	<u>Filing Date</u>
HEALTHANSWERS & Design	76/392238	April 8, 2002

WHEREAS, HAED Acquisition LLC, a Delaware limited liability company, located at 125 Park Avenue, 4th Floor, New York, NY 10017, USA (hereinafter "Assignee"), is desirous of acquiring said Marks, and said application and registrations thereof, and the goodwill of the business in connection therewith.

THEREFORE, for good and valuable consideration the receipt and sufficiency of which is hereby acknowledged, said Assignor does hereby assign, transfer and convey unto said Assignee all right, title and interest in and to said Marks, together with the goodwill of the business symbolized by the Marks, and the pending application and registrations thereof, and all rights to damages or profits, due or accrued, arising out of past infringement of said Marks or injury to said goodwill, and the right to sue for and recover the same in the Assignee's own name.

IN WITNESS WHEREOF, this Assignment has been executed to be effective as of the 15th day of April 2003.

HEALTHANSWERS, INC.
By: 
Name: William B. Gernstein
Title: President

HAED ACQUISITION LLC
By: 
Name: Roel Smits
Title: Vice President