

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Innovative Resource Group, Inc.	CNR Health, Inc.	01/17/2001	CORPORATION: WISCONSIN
RECEIVING PARTY DATA			
Name:	United Wisconsin Services, Inc.		
Street Address:	401 West Michigan Street		
City:	Milwaukee		
State/Country:	WISCONSIN		
Postal Code:	53203		
Entity Type:	CORPORATION: WISCONSIN		
PROPERTY NUMBERS Total: 1			
Property Type	Number		
Registration Number:	1779315		
CORRESPONDENCE DATA			
Fax Number:	(414)223-5000		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	414.273.2100		
Email:	nrenouard@whdlaw.com		
Correspondent Name:	Whyte Hirschboeck Dudek S.C.		
Address Line 1:	111 E. Wisconsin Avenue, Suite 2100		
Address Line 4:	Milwaukee, WISCONSIN 53402		
ATTORNEY DOCKET NUMBER:	CNR-30482		
NAME OF SUBMITTER:	Nicole J. Renouard		

CH \$40.00 1779315

Total Attachments: 2

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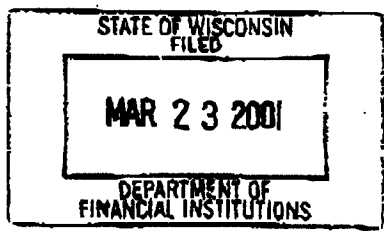
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WISCONSIN
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**ARTICLES OF MERGER
OF
SUBSIDIARY CORPORATION**

These Articles of Merger are executed by the undersigned pursuant to Section 180.1104 of the Wisconsin Business Corporation Law:

- I. The name of the surviving corporation is United Wisconsin Services, Inc. ("Parent")
- II. The name of the nonsurviving corporation is Innovative Resource Group, Inc. ("Subsidiary")
- III. The manner and basis of converting the shares of the Subsidiary is as follows:
 - (a) Subsidiary is a wholly owned subsidiary of Parent. As a result of the merger, all shares of Subsidiary shall be cancelled. The Merger shall not effect a change in any of the issued and outstanding shares of stock of Parent and none of such shares shall be exchanged or converted as a result of the Merger.
 - (b) Each share of common stock held in treasury by Subsidiary, if any, shall immediately upon the Effective Date cease to exist and all certificates representing such shares shall be cancelled and no consideration shall be paid and issued in respect thereof.
- IV. No amendments will be made to the Parent corporation's Articles of Incorporation.
- V. The Plan of Merger was approved in accordance with Section 180.1104, Wis. Stats.
- VI. Executed on January 17, 2001 by the Parent corporation on behalf of all parties to the merger.



United Wisconsin Services, Inc.

By: [Signature]
Gail L. Hanson, Vice President & Treasurer

This instrument was drafted by and is returnable to:

Timothy G. Schally, Esq.
Michael Best & Friedrich LLP
100 East Wisconsin Avenue, Suite 3300
Milwaukee, Wisconsin 53202-4108
(414) 271-6560

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PLAN OF MERGER AND LIQUIDATION

1. Merger. The corporations proposing to merge are United Wisconsin Services, Inc. ("UWS"), the parent corporation, and Innovative Resource Group, Inc., the subsidiary corporation, both being stock corporations organized under the Wisconsin Business Corporation Law, with UWS being the surviving corporation.

2. Terms and Conditions. Upon the merger becoming effective, the parties to the Plan of Merger shall be a single corporation and shall have and succeed to all of the rights, privileges and powers now possessed by both parties to the merger. The surviving corporation shall assume and discharge all of the obligations and liabilities of both of the parties to the merger, and the Plan of Merger shall have all of the effects set forth in the Wisconsin Business Corporation Law.

3. Share Conversion. IRG is a wholly owned subsidiary of UWS. As a result of the merger, all shares of IRG shall be cancelled. There shall be no conversion of the shares of UWS into shares, obligations or other securities of IRG or any other corporation or into cash or other property in whole or in part.

4. Articles of Incorporation. There will be no change in the articles of incorporation of UWS.

5. Effective Date. IRG shall transfer its assets to UWS at 12:01 a.m. on January 1, 2001. The Articles of Merger shall be effective upon their filing as provided by the Wisconsin Business Corporation Law.

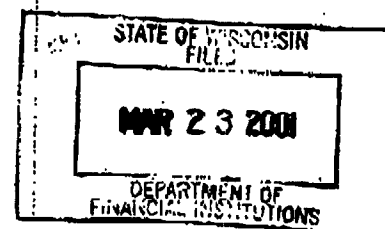
6. Miscellaneous.

a. The officers of UWS are authorized, empowered and directed to execute and file all documents which they deem necessary and appropriate to carry out the purposes of this Plan, including, Articles of Merger under the laws of the State of Wisconsin and information returns on appropriate Treasury Department forms, income tax returns and the information required by applicable regulations.

b. The appropriate officers and directors of UWS are authorized, empowered and directed to carry out the provisions of the Plan and to adopt any further resolutions and to do any and all things in UWS's name and behalf which they deem necessary and appropriate to carry out the purposes and intentions of the Plan.

7. Liquidation. It is intended that the transfer of assets by IRG to UWS and the merger are pursuant to a plan of complete liquidation within the meaning of Sections 332 and 337 of the Internal Revenue Code of 1986, as amended.

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