

Form PTO-1594

(Rev. 10/02)

OMB No. 0651-0027 (exp. 6/30/2005)

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### RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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):

Diversified Pharmaceutical Services, Inc.

- Individual(s)
- General Partnership
- Corporation-State
- 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: 11/06/2003

2. Name and address of receiving party(ies)

Name: Express Scripts, Inc.

Internal

Address: \_\_\_\_\_

Street Address: 13900 Riverport Drive

City: MarylandHeights State: MO Zip: 63043

- Individual(s) citizenship \_\_\_\_\_
- Association \_\_\_\_\_
- General Partnership \_\_\_\_\_
- Limited Partnership \_\_\_\_\_
- Corporation-State \_\_\_\_\_
- Other \_\_\_\_\_

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) \_\_\_\_\_

B. Trademark Registration No.(s) 2,248,030;  
2,276,321

Additional number(s) attached  Yes  No

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

Name: Roxana Wizorek

Internal Address: Bryan Cave LLP

Street Address: 211 N. Broadway, Suite 3600

One Metropolitan Square

City: St. Louis State: MO Zip: 63102-2750

6. Total number of applications and registrations involved: \_\_\_\_\_

2

7. Total fee (37 CFR 3.41).....\$ 65.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

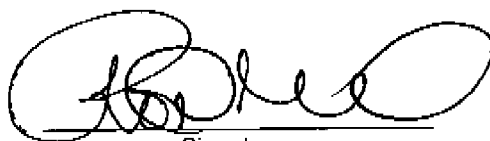
02-4467

DO NOT USE THIS SPACE

9. Signature.

Roxana Wizorek

Name of Person Signing



Signature

11/21/2003

Date

Total number of pages including cover sheet, attachments, and document: 4

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

CH \$65.00 024467 2248030

**TRADEMARK ASSIGNMENT AGREEMENT**

This TRADEMARK ASSIGNMENT AGREEMENT ("Assignment") is effective as of the 6<sup>th</sup> day of November, 2003, by and between Diversified Pharmaceutical Services, Inc., a Minnesota corporation, (hereinafter "Assignor"), and Express Scripts, Inc., a Delaware corporation (hereinafter "Assignee").

**WHEREAS**, Assignor owns, has adopted, used, intends to use and is using various trademarks/service marks listed on Schedule A (the "Marks"), and owns other transferable rights associated with its ongoing and existing business including, but not limited to, the goodwill of the business associated with said Marks; and

**WHEREAS**, Assignee desires to acquire all right, title, and interest, and all goodwill associated therewith, in, to and under the Marks;

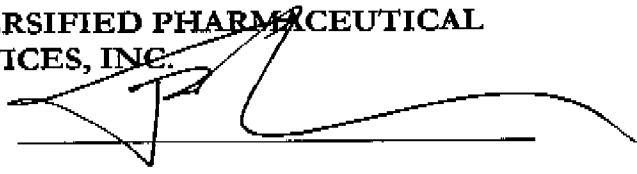
**NOW THEREFORE**, in consideration of Ten Dollars (\$10.00), the recitals, the terms and conditions herein, and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties, intending to be legally bound, hereby agree as follows:

Assignor does hereby sell, assign, and transfer to Assignee, its successors and assigns, and Assignee hereby accepts, all of its right, title, and interest, in and to the Marks, together with any and all of the goodwill of the business symbolized by and associated with said Marks, and all income, royalties, fees, damages, and payments now or hereafter due or payable in respect thereto, and in and to any and all causes of action (either in law or in equity), and the right to enforce any rights and file any causes of action, including the right to recover damages, for any past, present, or future infringement, misappropriation and/or dilution of the Marks and any other rights assigned to Assignee under this Assignment.

And by this covenant Assignor agrees to execute or procure any further necessary assurance of title to the Marks; and at any time, upon the request of Assignee, will execute and deliver any and all papers that may be necessary or desirable to perfect the title to the Marks in Assignee, his successors, assigns or other legal representatives; and to make a record with any and all government agencies, authorities, courts, tribunals, or third parties, of the fact that Assignee owns all right, title and interest in and to the Marks, and any and all goodwill associated therewith.

**DIVERSIFIED PHARMACEUTICAL SERVICES, INC.**

By: \_\_\_\_\_



Title: Secretary

Date: 11/06/03

**EXPRESS SCRIPTS, INC.**

By: \_\_\_\_\_



Title: Secretary

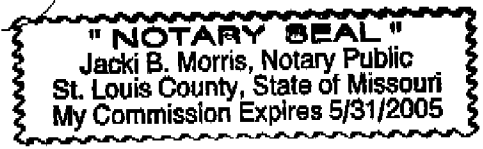
Date: 11/06/03

State of Missouri )  
County of St. Louis ) SS

On this 6<sup>th</sup> day of November, 2003, before me, a Notary Public in and for the County of St. Louis in the State of Missouri, personally appeared THOMAS M. BOURDAIN to me known to be the Secretary of DIVERSIFIED PHARMACEUTICAL SERVICES, INC. and being duly sworn, averred that, being duly authorized, he/she executed the foregoing Assignment as the free act and deed of said corporation.

Jacki B. Morris  
Notary Public

My Commission Expires:  
5-31-05

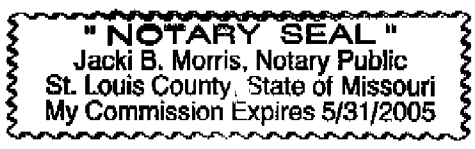


State of Missouri )  
County of St. Louis ) SS

On this 6<sup>th</sup> day of November, 2003, before me, a Notary Public in and for the County of St. Louis in the State of Missouri, personally appeared THOMAS M. BOURDAIN, to me known to be the Secretary of EXPRESS SCRIPTS, INC. and being duly sworn, averred that, being duly authorized, he/she executed the foregoing Assignment as the free act and deed of said corporation.

Jacki B. Morris  
Notary Public

My commission expires:  
5-31-05



**Schedule A**

*(Trademarks and Service Marks, including registration date, registration number & International Class Number)*

<b><u>MARK</u></b>	<b><u>REG. DATE</u></b>	<b><u>REG. NO.</u></b>	<b><u>INT'L CLASS NO.</u></b>
<b>ENCORE</b>	<b>May 25, 1999</b>	<b>2,248,030</b>	<b>42</b>
<b>MRXA MEDICAID PRESCRIPTION APPROACHES</b>	<b>September 7, 1999</b>	<b>2,276,321</b>	<b>35</b>