

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
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<b>NATURE OF CONVEYANCE:</b>	MERGER
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<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Oxford Health Plans, Inc.		07/29/2004	CORPORATION: DELAWARE

<b>RECEIVING PARTY DATA</b>	
<b>Name:</b>	Ruby Acquisition LLC
<b>Street Address:</b>	48 Monroe Turnpike
<b>City:</b>	Trumbull
<b>State/Country:</b>	CONNECTICUT
<b>Postal Code:</b>	06611
<b>Entity Type:</b>	Limited Liability Company: DELAWARE

<b>PROPERTY NUMBERS Total: 35</b>		
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>
Serial Number:	78337847	ACTIVE CARE ENGAGEMENT
Registration Number:	1913942	ACTIVE PARTNER PROGRAM
Registration Number:	1977286	BETTER BREATHING
Registration Number:	1943493	
Registration Number:	1942125	FREEDOM PLAN
Registration Number:	2145137	HEALTHY BONUS
Registration Number:	1892131	HEALTHY MIND HEALTHY BODY
Registration Number:	1918524	HEALTHY MIND HEALTHY BODY
Serial Number:	78205932	IDEA MANAGEMENT SYSTEM
Serial Number:	78449819	LID-ZONE
Serial Number:	78449815	LID-ZONE
Registration Number:	2204475	LIVING BALANCE
Registration Number:	1932677	MORE THAN HEALTHCARE. HUMANCARE
Registration Number:	1924052	MORE THAN MEDICARE. HUMANCARE
Serial Number:	76054383	MY OXFORD

OP \$890.00 78337847

Serial Number:	78206026	OBM
Registration Number:	2200819	OXFORD
Serial Number:	78205961	OXFORD BENEFIT MANAGEMENT
Serial Number:	78154750	OXFORD CONSUMER OPTIONS SUITE
Serial Number:	78260100	OXFORD EXCLUSIVE PLAN
Registration Number:	2200824	OXFORD EXPRESS
Registration Number:	2199139	OXFORD HEALTH PLANS
Registration Number:	2200820	OXFORD HEALTH PLANS HEALTHY MIND HEALTHY BODY
Registration Number:	2199138	OXFORD HEALTH PLANS HEALTHY MIND HEALTHY BODY
Registration Number:	2200827	OXFORD HEALTHY MOTHER, HEALTHY BABY
Registration Number:	2832006	OXFORD MEDICARE ADVANTAGE
Serial Number:	78313915	OXFORD MYPLAN
Registration Number:	2200823	OXFORD ON-CALL
Registration Number:	2200825	OXFORD ON CALL
Serial Number:	78432258	OXFORD PROVIDER LOYALTY REWARDS PROGRAM
Serial Number:	76278610	OXFORD USA
Serial Number:	78313923	OXFORDFLEX
Registration Number:	1922644	SERVICE SPOTLIGHT PROGRAM
Registration Number:	2400951	THERE IS ANOTHER WAY
Registration Number:	2448283	THERE IS ANOTHER WAY

**CORRESPONDENCE DATA**

Fax Number: (603)641-2351  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: (603) 627-8119  
Email: ipadm@sheehan.com  
Correspondent Name: Douglas G. Verge  
Address Line 1: 1000 Elm Street, P.O. Box 3701  
Address Line 4: Manchester, NEW HAMPSHIRE 03105-3701

ATTORNEY DOCKET NUMBER:	12950-9765
NAME OF SUBMITTER:	Douglas G. Verge

Total Attachments: 3  
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source=cert\_of\_merger\_pg2#page1.tif  
source=cert\_of\_merger\_pg3#page1.tif

# Delaware

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*The First State*

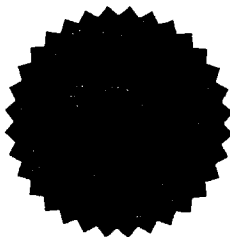
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"OXFORD HEALTH PLANS, INC.", A DELAWARE CORPORATION,  
WITH AND INTO "RUBY ACQUISITION LLC" UNDER THE NAME OF "RUBY ACQUISITION LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-NINTH DAY OF JULY, A.D. 2004, AT 5:45 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

3792816 8100M

040555871



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3265615

DATE: 07-29-04

TRADEMARK  
REEL: 002942 FRAME: 0752

**CERTIFICATE OF MERGER**  
**OF**  
**OXFORD HEALTH PLANS, INC.**  
**INTO**  
**RUBY ACQUISITION LLC**

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Pursuant to Section 18-209 of the Limited Liability Company Act of the State of Delaware and Section 264 of the General Corporation Law of the State of Delaware

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**FIRST:** The name and jurisdiction of formation or organization and domicile of each of the constituent entities is: RUBY ACQUISITION LLC, which was formed as and is a limited liability company organized under the laws of the State of Delaware (the "LLC") and OXFORD HEALTH PLANS, INC., which was organized as and is a Delaware corporation (the "Corporation").

**SECOND:** The LLC, the Corporation and UnitedHealth Group Incorporated, a Minnesota corporation and the direct parent of the LLC, have entered into an Agreement and Plan of Merger, dated as of April 26, 2004 (the "Merger Agreement"), providing for the merger (the "Merger") of the Corporation with and into the LLC pursuant to Section 18-209 of the Limited Liability Company Act of the State of Delaware (the "DLLCA") and Section 264 of the General Corporation Law of the State of Delaware (the "DGCL"). The Merger Agreement has been approved, adopted, certified, executed and acknowledged in accordance with Sections 18-204 and 18-209 of the DLLCA, in the case of the LLC, and Sections 103 and 264 of the DGCL, in the case of the Corporation.


**THIRD:** The LLC shall be the surviving entity of the Merger (the "Surviving Entity") and the Operating Agreement of the LLC, as amended, shall be the Operating Agreement of the Surviving Entity. The name of the Surviving Entity is "RUBY ACQUISITION LLC."

**FOURTH:** The executed Merger Agreement is on file at the offices of the LLC at 9900 Bren Road East, Minnetonka, Minnesota 55343. A copy of the Merger Agreement will be furnished by the Surviving Entity, on request and without cost, to any member of the LLC or to any stockholder of the Corporation.

*State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 03:00 PM 07/29/2004  
FILED 05:45 PM 07/29/2004  
SRV 040555871 - 3792816 FILE*

IN WITNESS WHEREOF, the Surviving Entity has caused this Certificate of Merger to be signed by its duly authorized officer in its corporate name as of the 29<sup>th</sup> day of July, 2004.

RUBY ACQUISITION LLC

By:   
Name: Michael J. McDonnell  
Title: Secretary