

4/27/04

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Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005)

RECORD/ TRADEMARK



DEPARTMENT OF COMMERCE Patent and Trademark Office

Tab settings

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

1. Name of conveying party(ies):

Health Services Group, Inc.

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

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: 04/22/2004

2. Name and address of receiving party(ies)

Name: Oregon Dental Service

Internal Address:

Street Address: 601 S.W. Second Avenue

City: Portland State: OR Zip: 97204

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Oregon 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) 2,415,685 and 2,421,177

Additional number(s) attached Yes No

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

Name: Natella V. Svistunova

Internal Address: Ater Wynne LLP

Street Address: 222 SW Columbia, Suite 1800

City: Portland State: OR Zip: 97201

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:

01-2704

DO NOT USE THIS SPACE

9. Signature.

Natella V. Svistunova

Name of Person Signing

Natella Svistunova Signature

04/27/04

Date

Total number of pages including cover sheet, attachments, and document: 2

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

04/30/2004 ECOOPER 00000013 012704 2415685

01 FC:8521 40.00 DA 02 FC:8522 25.00 DA

TRADEMARK REEL: 002961 FRAME: 0158

Trademark Assignment

Whereas, Health Services Group, Inc., an Oregon corporation having its principal offices at 601 S.W. Second Avenue, Portland, Oregon 97204, has adopted, used, is using, and is the owner of the following trademarks filed with the United States Patent and Trademark Office ("Marks"):

<u>Trademark</u>	<u>Registration No.</u>	<u>Registration Date</u>
OREGON DENTAL SERVICE	2,415,685	December 26, 2000
ODS	2,421,177	January 16, 2001

Whereas, Oregon Dental Service, an Oregon corporation having its principal offices at 601 S.W. Second Avenue, Portland, Oregon 97204, is desirous of acquiring said Marks therefore;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Health Services Group, Inc. hereby assigns unto Oregon Dental Service all right, title, and interest in and to the trademarks listed above, together with the goodwill of the business symbolized by the trademarks and the registration hereof and agrees to not use said trademarks hereafter.

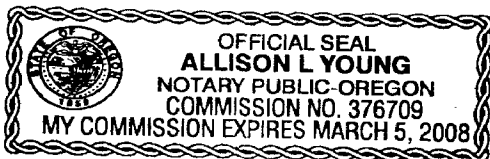
HEALTH SERVICES GROUP, INC.

By *Andrew Franklin*
Andrew Franklin
Sr. Vice President & Chief Operating Officer

STATE OF OREGON)
) ss.
COUNTY OF Multnomah)

On this 22~~nd~~ day of April, 2004, before me personally appeared Andrew Franklin, to be known to be the Senior Vice President and Chief Operating Officer of Health Services Group, Inc., that executed the within and foregoing instrument, and acknowledged said instrument to be the free and voluntary act and deed of said corporation, for the uses and purposes therein mentioned, and on oath stated that he was authorized to execute said instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year first above written.



Allison L Young
NOTARY PUBLIC FOR OREGON
My Commission Expires: 3/5/08

The undersigned being warned that willful false statements and the like are punishable by fine or imprisonment, or both, under 18 U.S.C. 1001, and that such willful false statements and the like may jeopardize the validity of the application or document or any registration resulting therefrom, declares that all statements made of his own knowledge are true; and all statements made on information and belief are believed to be true.

Signed this 22nd day of April, 2004.

HEALTH SERVICES GROUP, INC.



Andrew Franklin
Senior Vice President and Chief Operating Officer

CERTIFICATE OF MAILING BY EXPRESS MAIL

I hereby certify that this correspondence is being deposited with the United States Postal Service as Express Mail (Label No. EV 266156370 US), postage prepaid in an envelope addressed to the Commissioner for Trademarks, 2900 Crystal Dr., Arlington, VA 22202-3514 on this 27th day of April, 2004.



Cheryl Landis