

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
GuidanceResources.com LLC		02/03/2005	LTD LIAB JT ST CO: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	ComPsych Corporation		
<b>Street Address:</b>	455 North Cityfront Plaza Drive		
<b>Internal Address:</b>	13th Floor		
<b>City:</b>	Chicago		
<b>State/Country:</b>	ILLINOIS		
<b>Postal Code:</b>	60611		
<b>Entity Type:</b>	CORPORATION: ILLINOIS		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	2565929	WELLNESSCONNECT	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(312)321-4299		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	312-321-4200		
<b>Email:</b>	officeactions@brinkshofer.com		
<b>Correspondent Name:</b>	Howard S. Michael		
<b>Address Line 1:</b>	P.O. Box 10395		
<b>Address Line 4:</b>	Chicago, ILLINOIS 60610		
<b>NAME OF SUBMITTER:</b>	Howard S. Michael		
<b>Signature:</b>	/HSM/		
<b>Date:</b>	02/08/2005		

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Total Attachments: 1  
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**TRADEMARK ASSIGNMENT**

**WHEREAS**, GuidanceResources.com, LLC, a Limited Liability Corporation organized and existing under the laws of the State of Delaware, with its principal place of business at 455 N. Cityfront Plaza Drive, Chicago, Illinois 60611 ("Assignor"), has adopted, owns and is using the Mark WELLNESSCONNECT ("the Mark") in connection with the following services: counseling services, namely, offering advice in person and via internet, telephone, and video regarding a wide variety of personal wellness issues; and;

**WHEREAS**, Assignor owns a federal registration for the Mark on the Principal Register of the United States Patent and Trademark Office in connection with the services identified therein, Registration No. 2,565,929, registered on April 30, 2002; and

**WHEREAS**, ComPsych Corporation, an Illinois Corporation, with its principal place of business at 455 N. Cityfront Plaza Drive, Chicago, Illinois 60611 ("Assignee"), desires to acquire the Mark and the above-referenced Registration;

**NOW, THEREFORE**, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, assigns and transfers to Assignee all right, title and interest in and to the Mark, together with the goodwill of the business symbolized by the Mark, and the registration thereof.

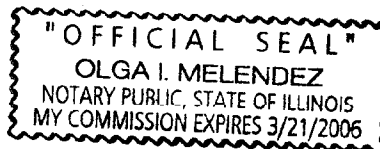
GuidanceResources.com, LLC

By: Robert Jacobson  
Name: Robert Jacobson  
Title: Chief Financial Officer

Effective this 3<sup>rd</sup> of February, 2005.

SUBSCRIBED and SWORN to  
before me this 3<sup>rd</sup> of February,  
2005

Olga I. Melendez  
Notary Public



My Commission Expires: 3-21-2006