

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	NUNC PRO TUNC ASSIGNMENT		
EFFECTIVE DATE:	04/01/2005		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
MSAver Resources, LLC		04/01/2005	Limited Liability Company: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	First Tennessee Bank National Association		
<b>Street Address:</b>	165 Madison		
<b>City:</b>	Memphis		
<b>State/Country:</b>	TENNESSEE		
<b>Postal Code:</b>	38103		
<b>Entity Type:</b>	National Banking Association:		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	2513911	ASSURECARE PLUS	
Registration Number:	2089401	MSAVER	
<b>CORRESPONDENCE DATA</b>			
Fax Number:	(901)577-4267		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	901-577-2259		
Email:	shaight@bakerdonelson.com		
Correspondent Name:	Scott K. Haight		
Address Line 1:	165 Madison Avenue		
Address Line 2:	Suite 2000		
Address Line 4:	Memphis, TENNESSEE 38103		
NAME OF SUBMITTER:	Scott K. Haight		
Signature:	/skh/		

OP \$65.00 2513911

Date:

08/11/2005

Total Attachments: 2

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## ASSIGNMENT OF TRADEMARKS

This Assignment is made as of the 1<sup>st</sup> day of April, 2005, by and between MSAver Resources, L.L.C., a Delaware Limited Liability Company ("Assignor") and First Tennessee Bank National Association, a national banking association ("Assignee").

WHEREAS, Assignor and Assignee are parties to that certain Asset Purchase Agreement dated April 1, 2005 (the "Asset Purchase Agreement");

WHEREAS, in accordance with the terms of the Asset Purchase Agreement, Assignor wishes to transfer to Assignee all its right, title and interest in and to certain trademarks and service marks used in the Service Business (as that term is defined in the Asset Purchase Agreement);

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby assigns to Assignee all its right, title and interest in and to the following trademarks and service marks and the goodwill symbolized thereby:

MARK	JURISDICTION	REG. NO.	GOODS/SERVICES
ASSURECARE PLUS	United States	2513911	Insurance services; namely, providing health insurance plans
MSAVER	United States	2089401	Medical savings account services

IN WITNESS WHEREOF, the Assignor has caused this Assignment to be executed in the manner appropriate to it of the date first written above.

MSAVER RESOURCES, L.L.C.

By: Morgan Mahon  
Morgan Mahon  
Secretary

COMMONWEALTH OF VIRGINIA  
CITY OF ALEXANDRIA

Before me, Deborah Thompson, a Notary Public in and for the Commonwealth and City aforesaid, personally appeared Morgan Mahon, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself (or herself) to be the Secretary of MSAver Resources, LLC, the within named bargainor, a corporation, and that he as such Secretary, being duly authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself as such Secretary.

WITNESS my hand and seal at office, on this the 29 day of March,  
2005

Deborah E Thompson  
Notary Public

My Commission Expires:

8/31/06