

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Blue Cross and Blue Shield Association AKA Blue Cross Blue Shield Association		12/16/2005	not-for-profit corporation:
RECEIVING PARTY DATA			
Name:	Blue Cross and Blue Shield Association		
Also Known As:	AKA Blue Cross Blue Shield Association		
Street Address:	225 North Michigan Avenue		
Internal Address:	6th Floor		
City:	Chicago		
State/Country:	ILLINOIS		
Postal Code:	60601		
Entity Type:	not-for-profit corporation:		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	2309764	AGELESS HEROES	
Registration Number:	2516629	AGELESS HEROES	
CORRESPONDENCE DATA			
Fax Number:	(312)297-5956		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	(312) 297-5677		
Email:	melissa.rotunno@bcbsa.com		
Correspondent Name:	Blue Cross and Blue Shield Association		
Address Line 1:	225 North Michigan Avenue		
Address Line 2:	6th Floor		
Address Line 4:	Chicago, ILLINOIS 60601		
ATTORNEY DOCKET NUMBER:	10080/10079		

CH \$65.00 2309764

NAME OF SUBMITTER:	Melissa Rotunno
Signature:	/melissa rotunno/
Date:	12/16/2005
Total Attachments: 2 source=Ageless HeroesP1#page1.tif source=Ageless Heroes P2#page1.tif	

**CONFIRMATORY TRADEMARK ASSIGNMENT
OF AGELESS HEROES TRADEMARKS,
U.S. Reg. No. 2,309,764 and U.S. Reg. No. 2,516,629**

THIS ASSIGNMENT is made between Blue Cross and Blue Shield Association ("Assignor"), an association of independent Blue Cross and Blue Shield Plans, and an Illinois not-for-profit corporation, as the sole surviving party to the co-ownership agreement between BCBSA and Age Wave Impact, Inc., a California corporation; and Blue Cross and Blue Shield Association, an Illinois not-for-profit corporation ("BCBSA" or "Assignee").

WHEREAS, Assignor is the sole joint owner remaining in existence and has adopted, used and registered in the United States the following trademarks in connection with its business, and is the owner of such trademark registrations: AGELESS HEROES (U.S. Trademark Reg. No. 2,309,764) and AGELESS HEROES (U.S. Trademark Reg. No. 2,516,629) (the "Marks");

WHEREAS, the former joint owner of the Marks, Age Wave Impact, Inc., is no longer in existence, having forfeited its charter as of December 16, 2004, as verified by the Office of the California Secretary of State, Assignor believes that it has succeeded to the sole rights in and to the Marks, the goodwill of the business connected with the Marks, and the U.S. registrations associated therewith; and

WHEREAS, for the purpose of accurately reflecting record title in the Marks, Assignor desires to assign all of the rights in the Marks, and the U.S. registrations of the Marks, to Assignee, and Assignee and Assignor are desirous of confirming as a

matter of record its acquisition of the Marks, together with the good will of the business connected with the Marks and the U.S. registrations for the Marks;

NOW THEREFORE, in consideration for one dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Assignor confirms its assignment to the Assignee of all rights, title and interest in and to the Marks and the U.S. Registrations for the Marks, together with the good will of the business which is symbolized by the Marks and the U.S. Registrations for the Marks, and with the right to recover for damages and profits and all other remedies for past infringements thereof.

Blue Cross and Blue Shield Association

By: *Roger G. Wilson*
Name:
Title:

Date: 12/16/05

ACCEPTED:

Blue Cross and Blue Shield Association

By: *Roger G. Wilson*
Name:
Title:

Date: 12/16/05

TRADEMARK

RECORDED: 12/16/2005

REEL: 003211 FRAME: 0714