

**TRADEMARK ASSIGNMENT**

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<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>
Health First Corporation		12/20/2005	CORPORATION: NEW MEXICO
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	RealAge, Inc.		
<b>Street Address:</b>	10675 Sorrento Valley Road		
<b>City:</b>	San Diego		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	92121		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	78399381	BODYAGE	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(703)391-2900		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	(703) 391-2900		
<b>Email:</b>	swertheim@globe-ip.com		
<b>Correspondent Name:</b>	Jon L. Roberts, Esq.		
<b>Address Line 1:</b>	11800 Sunrise Valley Drive		
<b>Address Line 2:</b>	Suite 1000		
<b>Address Line 4:</b>	Reston, VIRGINIA 20191		
<b>ATTORNEY DOCKET NUMBER:</b>	2011		
<b>NAME OF SUBMITTER:</b>	Shauna M. Wertheim		
<b>Signature:</b>	/Shauna M. Wertheim/		

CH 78399381 \$40.00

Date:

12/21/2005

Total Attachments: 2

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TRADEMARK ASSIGNMENT

This TRADEMARK ASSIGNMENT (the "Assignment") is made as of the \_\_\_\_\_ day of November, 2005, by Health First Corporation, a corporation formed under the laws of the State of New Mexico, with an address at 9600 San Mateo, NE, Albuquerque, NM 87113 ("Assignor"), and RealAge, Inc., a corporation formed under the laws of the State of Delaware, with an address at 10675 Sorrento Valley Road, San Diego, CA 92121 ("Assignee").

WHEREAS, Assignor has used the mark BODYAGE (the "Mark") in interstate commerce and has applied to the United States Patent and Trademark Office to register the Mark on April 2, 2004, which application has been given the Serial Number 78/399381; and


WHEREAS, Assignee desires to acquire the Mark, and any and all registrations and applications therefor, together with the goodwill associated therewith.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree as follows:

Assignment. Assignor hereby sells, grants, assigns, transfers, conveys and delivers to Assignee its entire right, title and interest in, to and under the Mark, and any and all registrations and applications therefor, together with the goodwill associated therewith, for Assignee's own use and enjoyment, and for the use and enjoyment of Assignee's successors, assigns or other legal representatives as fully and entirely as the same would have been held and enjoyed by the Assignor if this assignment and sale had not been made, together with all claims for damages by reason of past, present or future infringement or other unauthorized use of the Mark, with the right to sue for damages, and collect the same for its own use and enjoyment and for the use and equipment of its successors, assigns, or other legal representatives.

IN WITNESS WHEREOF, Assignor has caused this Assignment to be executed as of the day and year first above written.

HEALTH FIRST CORPORATION

By:   
Name: RON J. Mepner  
Title: President

State of New Mexico

County of Bernardo

On this 20 day of December 2005, before me personally appeared Ray M. Phee, to me personally known, who being by me duly sworn (or affirmed), did say that he/she is the President of Health First Corporation, a New Mexico corporation, and that he/she, in such capacity, being authorized to do so, executed the foregoing instrument for the purposes therein contained, by signing the same on behalf of said corporation.

Witness my hand and seal this 20 day of December, 2005.

Bernadette Schreyer  
Notary Public



My commission expires 10-31-09

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