

Form PTO-1594
(rev 06/04)

**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

U. S. Department of Commerce
Patent and Trademark Office

To the Director of the U.S. Patent and Trademark Office: Please record the attached documents or the new address(es) below:

1. Name of conveying party(ies)/Execution Date(s):

Keybank National Association

- Individual(s) Association
- General Partnership Limited Partnership
- Corporation
- Other National Banking Association**

Citizenship _____

Execution Date(s) **June 20, 2006**

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

2. Name and Address of receiving party(ies)

Additional name(s) & address(es) attached? Yes No

Name: **Nationwide Discount Benefit Service, LLC**

Internal Address: _____

Street Address: **6864 Engle Road**

City: **Cleveland**

State: **Ohio**

Country: **U.S.** Zip: **44130**

Association – Citizenship _____

General Partnership – Citizenship _____

Limited Partnership – Citizenship _____

Corporation – Citizenship _____

Other Limited Liability Company

Citizenship _____

If assignee is not domiciled in the United States, a domestic representative designation is attached Yes No.

3. Nature of conveyance:

- Assignment Merger
- Security Agreement Change of Name
- Government Interest Assignment
- Other Release of Security Interest**

4. Application number(s) or registration number(s):

A. Trademark Application No(s).

B. Trademark Registration No(s).

2328507
2983931
2380061

Additional numbers attached? Yes No

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

Oren Epstein, Esq.
SKADDEN, ARPS, SLATE, MEAGHER
& FLOM LLP
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New York, New York 10036
Tel: (212) 735-2517
Fax: (917) 777-2517
oepstein@skadden.com

6. Total number of applications and registrations involved:

3

7. Total fee (37 CFR 1.21(h) and 3.41) \$90

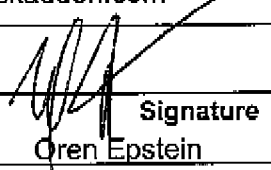
All fees and any deficiencies are authorized to be charged to Deposit Account
(Our Ref. 140470/27)

8. Payment Information

Deposit Account No. **19-2385**

Authorized user Name: **Michael McGuire**

9. Signature.



Signature

Oren Epstein

Name of Person Signing

June 22, 2006

Date

Total number of pages including cover sheet, and documents:

3

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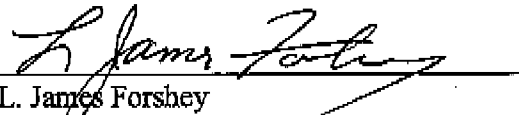
**RELEASE OF SECURITY INTEREST IN
UNITED STATES TRADEMARKS**

WHEREAS, KEYBANK NATIONAL ASSOCIATION, a national banking association, having a place of business at 127 Public Square, Cleveland, Ohio, 44114 ("Secured Party"), holds a security interest in certain intellectual property assets of NATIONWIDE DISCOUNT BENEFIT SERVICE, LLC, an Ohio limited liability company ("Pledgor"), having a place of business at 6864 Engle Road, Cleveland Ohio 44130, pursuant to a certain Intellectual Property Collateral Assignment Agreement between Secured Party and Pledgor, recorded with the United States Patent and Trademark Office on July 20, 2005, at Reel 3124 / Frame 0470 (the "Security Agreement");

NOW, THEREFORE, for value received, Secured Party hereby certifies that it releases its security interest and all of its right, title, and interest in and to all of the trademarks and trademark registrations listed on Schedule A attached hereto. Any interests in such property previously assigned to the Secured Party under the Security Agreement are hereby reassigned to Pledgor, without recourse, representation or warranty, express or implied, of any kind. Secured Party agrees to execute and deliver such further instruments and take or cause to be taken such other or further action as Pledgor may reasonably request in order to perfect, confirm or evidence such release.

IN WITNESS WHEREOF, Secured Party, by its duly authorized officer, has executed this Release of Security Interest in United States Trademarks on this 20th day of June, 2006.

KEYBANK NATIONAL ASSOCIATION

By: 
L. James Forshey
Senior Vice President

SCHEDULE A**Registered and Pending Trademark and Service Marks**

Trademark	International Class	Country	Registration or Serial No.	Registration Date
NATIONWIDE DISCOUNT BENEFIT SERVICE	035	United States	2,328,507	3/14/2004
PASSPORT TO HEALTH	035	United States	2,983,931	8/09/2005
PASSPORT TO SAVINGS	035	United States	2,380,061	8/22/2000