

**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>    |
| Online Benefits, Inc.            |  | 06/12/2008            | CORPORATION: NEW YORK |
| <b>RECEIVING PARTY DATA</b>      |  |                       |                       |
| <b>Name:</b>                     | A.D.A.M., Inc.   |                       |                       |
| <b>Street Address:</b>           | 1600 RiverEdge Parkway   |                       |                       |
| <b>Internal Address:</b>         | Suite 100  |                       |                       |
| <b>City:</b>                     | Atlanta  |                       |                       |
| <b>State/Country:</b>            | GEORGIA  |                       |                       |
| <b>Postal Code:</b>              | 30328  |                       |                       |
| <b>Entity Type:</b>              | CORPORATION: GEORGIA   |                       |                       |
| <b>PROPERTY NUMBERS Total: 5</b> |  |                       |                       |
| <b>Property Type</b>             | <b>Number</b>  | <b>Word Mark</b>      |                       |
| Registration Number:             | 3185699  | REAL VALUE STATEMENT  |                       |
| Registration Number:             | 2585362  | BENEVENTS             |                       |
| Registration Number:             | 2578533  | BENERGY               |                       |
| Registration Number:             | 2584456  | READY...ENROLL        |                       |
| Registration Number:             | 2828649  | ONLINE BENEFITS       |                       |
| <b>CORRESPONDENCE DATA</b>       |  |                       |                       |
| <b>Fax Number:</b>               | (312)251-5732  |                       |                       |
|                                  | <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i> |                       |                       |
| <b>Phone:</b>                    | 312.368.4000   |                       |                       |
| <b>Email:</b>                    | ch.tm@dlapiper.com   |                       |                       |
| <b>Correspondent Name:</b>       | Mark I. Feldman c/o DLA Piper US LLP   |                       |                       |
| <b>Address Line 1:</b>           | P.O. Box 64807   |                       |                       |
| <b>Address Line 4:</b>           | Chicago, ILLINOIS 60664-0807   |                       |                       |
| <b>ATTORNEY DOCKET NUMBER:</b>   | 361734-000003  |                       |                       |

CH \$140.00 3185699

|  |                 |
|--|-----------------|
| NAME OF SUBMITTER:   | Mark I. Feldman |
| Signature:   | /Mark Feldman/  |
| Date:  | 06/18/2008      |
| Total Attachments: 2<br>source=Online Benefits - ADAM assignment#page1.tif<br>source=Online Benefits - ADAM assignment#page2.tif |                 |

**ASSIGNMENT OF U.S. TRADEMARKS**

**WHEREAS**, Online Benefits, Inc., a New York corporation, having a place of business at 333 Earle Ovington Blvd., Suite 210, Uniondale, New York. 11553, U.S.A. ("Assignor"), is the sole and exclusive owner of the trademark applications and registration described on Exhibit A attached hereto and made a part hereof (the "Marks"); and

**WHEREAS**, A.D.A.M., Inc., a Georgia corporation having a place of business at 1600 RiverEdge Parkway, Suite 100, Atlanta, Georgia, 30328, U.S.A. ("Assignee"), desires to acquire the entire right, title and interest in, to and under said Marks and the registration thereof and in connection with the sale of the business pertaining to which the Marks pertain;

**NOW, THEREFORE**, in consideration of the sum of One Dollar (\$1.00), to it in hand paid by said Assignee, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, said Assignor does hereby sell, assign, transfer and set over to said Assignee all its right, title and interest in, to and under said Marks and registration, together with the goodwill of the business symbolized by the Marks, together with all rights and privileges granted and secured thereby, including the right to sue and recover for any past infringement, said rights to be held and enjoyed by said Assignee, for its own use and benefit and for the use and benefit of its successors, assigns or other legal representatives as fully and entirely as the same would have been held and enjoyed by said Assignor if this Assignment and sale had not been made, effective as of August 14, 2006.

**AND**, said Assignor hereby covenants that it has full right to convey the entire interest herein assigned.

**IN TESTIMONY WHEREOF**, Assignor has executed this Assignment by its proper officers thereunto duly authorized.

**ONLINE BENEFITS, INC.**

By: Mark Adams

Name: Mark Adams

Title: Secretary

Date: 6/12, 2008

**EXHIBIT A**

| <b>Mark</b>          | <b>Application No.</b> | <b>Registration No.</b> |
|----------------------|------------------------|-------------------------|
| REAL VALUE STATEMENT | 78/604,065             | 3,185,699               |
| BENENROLL            | 76/331,663             | 2,585,363               |
| BENEVENTS            | 76/331,660             | 2,585,362               |
| BENERGY              | 76/310,041             | 2,578,533               |
| READY...ENROLL       | 76/053,447             | 2,584,456               |
| ONLINE BENEFITS      | 75/733,266             | 2,828,649               |
| ONBOARD              | 76/0529,949            | 2,564,461               |

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