

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Fifth Third Bank, N.A., as administrative agent		05/01/2008	National Association:
RECEIVING PARTY DATA			
Name:	Healthworks Alliance, Inc.		
Street Address:	720 Cool Springs Boulevard		
Internal Address:	Suite 200		
City:	Franklin		
State/Country:	TENNESSEE		
Postal Code:	37067		
Entity Type:	CORPORATION:		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	2083123	HEALTH WORKS	
Registration Number:	3010148	HEALTHWORKS ALLIANCE	
CORRESPONDENCE DATA			
Fax Number:	(404)572-5128		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	404-572-2533		
Email:	jbalcita@kslaw.com		
Correspondent Name:	King & Spalding LLP		
Address Line 1:	Jeffrey P. Balcita		
Address Line 2:	1180 Peachtree Street		
Address Line 4:	Atlanta, GEORGIA 30309		
ATTORNEY DOCKET NUMBER:	14868.015002		
NAME OF SUBMITTER:	Jeffrey P. Balcita		

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Signature:	/Jeffrey P. Balcita/
Date:	07/07/2008
Total Attachments: 3 source=trademark release#page1.tif source=trademark release#page2.tif source=trademark release#page3.tif	

THIS INSTRUMENT PREPARED BY:
BASS, BERRY & SIMS, PLC (AES)
315 Deaderick Street, Suite 2700
Nashville, Tennessee 37238-3001

RELEASE OF TRADEMARKS

The undersigned, FIFTH THIRD BANK, N.A., as administrative agent for a group of lenders (the "Bank"), hereby declares that it is the true and lawful holder and owner of a security interest in the trademarks described on Exhibit A hereto (collectively, the "Trademarks"), granted by PASSPORT HEALTH COMMUNICATIONS, INC., HEALTHWORKS ALLIANCE, INC. and UNITED WISCONSIN PROSERVICES, INC. (individually and collectively, the "Pledgors"), pursuant to that certain Security Agreement dated of as April 11, 2006 among the Pledgors and the Bank, (as the same may be amended, restated, supplemented or otherwise modified from time to time, the "Security Agreement"), evidence of which was filed on **April 14, 2006** with the United States Patent and Trademark Office, in **Reel/Frame 003290/0456**, to which reference is hereby made. The Bank hereby releases said security interest with respect to such Trademarks and all of its right, title and interest, in, to and under (i) the Trademarks, (ii) all renewals thereof, (iii) all income, royalties, damages and payments now and hereafter, due and/or payable under and with respect thereto, including without limitation, damages and payments for past or future infringements thereof, (iv) the right to sue for past, present and future infringements thereof, and (v) all rights corresponding thereto throughout the world to the extent any of the foregoing was transferred to the Bank and hereby conveys the same, without recourse, representation or warranty to the Pledgors.

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EXHIBIT A

Trademarks owned by Passport Health Communications, Inc.

Mark	Registration or Serial Number	Registration or Application Date	<u>Owner</u>
Passport Health Communications, Inc.	2,345,697	04/25/00	Passport Health Communications, Inc.
Passport Onesource	2,341,547	04/11/00	Passport Health Communications, Inc.
ProServices	2,993,897	09/13/05	Passport Health Communications, Inc.
ProServices (and design)	2,954,530	05/24/05	Passport Health Communications, Inc.

Trademarks owned by United Wisconsin Proservices, Inc.

Mark	Registration or Serial Number	Registration or Application Date	Owner
ProServices (and design)	34800650	10/2/96	United Wisconsin Proservices, Inc.
E-Z Link	01127822	10/31/90	United Wisconsin Proservices, Inc.

Trademarks owned by Healthworks Alliance, Inc.

Mark	Registration or Serial Number	Registration or Application Date	<u>Owner</u>
Healthworks (and design)	2,083,123	07/29/97	Healthworks Alliance, Inc.
Healthworks Alliance (and design)	3,010,148	11/01/05	Healthworks Alliance, Inc.

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