

**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>
HealthSmart Preferred Care II, LP		08/25/2008	LIMITED PARTNERSHIP: TEXAS
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	The Parker Group, Inc.		
<b>Street Address:</b>	222 West Las Colinas Boulevard		
<b>Internal Address:</b>	Suite 600 North		
<b>City:</b>	Irving		
<b>State/Country:</b>	TEXAS		
<b>Postal Code:</b>	75039		
<b>Entity Type:</b>	CORPORATION: NEVADA		
<b>PROPERTY NUMBERS Total: 4</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	77146595	HEALTHSMART PREFERRED CARE	
<b>Serial Number:</b>	77146541	HEALTHSMART PREFERRED CARE	
<b>Registration Number:</b>	3323738		
<b>Registration Number:</b>	2479995	SMARTACCESS	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(215)655-2286		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	215.994.2286		
<b>Email:</b>	trademarks@dechert.com, jacob.bishop@dechert.com		
<b>Correspondent Name:</b>	Jacob R. Bishop		
<b>Address Line 1:</b>	Cira Centre, 2929 Arch Street		
<b>Address Line 4:</b>	Philadelphia, PENNSYLVANIA 19104-2808		
<b>ATTORNEY DOCKET NUMBER:</b>	350502		

CH \$115.00 77146595

NAME OF SUBMITTER:	Jacob R. Bishop
Signature:	/Jacob R. Bishop/
Date:	09/02/2008
Total Attachments: 2 source=HEALTHSMART executed trademark assignment#page1.tif source=HEALTHSMART executed trademark assignment#page2.tif	

ASSIGNMENT OF TRADEMARKS


This ASSIGNMENT OF TRADEMARKS is entered into as of August 25, 2008, by and between HEALTHSMART PREFERRED CARE II, LP, a Texas limited partnership with offices at 222 West Las Colinas Blvd., Suite 500 North, Irving, Texas 75039 ("Assignor"), and The Parker Group, Inc., a Nevada corporation with offices at 222 West Las Colinas Blvd., Suite 600 North, Irving, Texas 75039 ("Assignee").

WHEREAS, Assignor has adopted, used and is using in its business the trademarks HEALTHSMART and SMARTACCESS in various forms, including the forms and logotypes shown in Schedule A (collectively, the "Trademarks"); and

WHEREAS Assignee wishes to acquire the Trademarks, the registrations and applications for registration of the Trademarks shown in Schedule A and any other registrations and applications for registration of the Trademarks (collectively, the "Registrations"), along with the goodwill of the business symbolized by the Trademarks.

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, and intending to be legally bound, Assignor hereby sells, assigns and transfers to Assignee all of Assignor's right, title and interest in and to the Trademarks, together with the Registrations, all income, royalties, damages and payments now or hereafter due or payable with respect thereto and in and to all rights of action arising from the Trademarks, all claims for damages by reason of past, present and future infringement of the Trademarks and the right to sue and collect damages for such infringement, and the goodwill of the business symbolized by the Trademarks, to be held and enjoyed by Assignee for its own use and benefit and for its successors and assigns as the same would have been held by Assignor had this assignment not been made.

HEALTHSMART PREFERRED CARE II, LP

By:   
Name: William Demberecky  
Title: EVP

**SCHEDULE A**

**Trademarks**

**SMARTACCESS**

**HEALTHSMART**

**HEALTHSMART PREFERRED CARE**

**HEALTHSMART**  
P R E F E R R E D C A R E



**U.S. Trademarks Registered or Pending**

<b>TRADEMARK</b>	<b>SERIAL NO.</b>	<b>REGISTRATION NO.</b>	<b>FILING/REGISTRATION DATE</b>
<b>HEALTHSMART PREFERRED CARE</b>	<b>77/146,595</b>	<b>N/A</b>	<b>April 4, 2007</b>
<b>HEALTHSMART PREFERRED CARE</b>	<b>77/146,541</b>	<b>N/A</b>	<b>April 4, 2007</b>
<b>Design Only</b>	<b>77/144,070</b>	<b>3,323,738</b>	<b>October 30, 2007</b>
<b>SMARTACCESS</b>	<b>76/116,976</b>	<b>2,479,995</b>	<b>August 21, 2001</b>