

**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
Wells Fargo Foothill, LLC		09/30/2008	LIMITED LIABILITY COMPANY: DELAWARE

**RECEIVING PARTY DATA**

Name:	HealthPlan Services, Inc.
Street Address:	3501 Frontage Road
City:	Tampa
State/Country:	FLORIDA
Postal Code:	33607
Entity Type:	CORPORATION: DELAWARE

Name:	HealthPlan Services Insurance Agency, Inc.
Street Address:	3501 Frontage Road
City:	Tampa
State/Country:	FLORIDA
Postal Code:	33607
Entity Type:	CORPORATION: MASSACHUSETTS

**PROPERTY NUMBERS Total: 1**

Property Type	Number	Word Mark
Registration Number:	2858568	Q

**CORRESPONDENCE DATA**

Fax Number: (312)660-0424  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 312-861-2000  
 Email: ccasey@kirkland.com  
 Correspondent Name: Kirkland & Ellis LLP  
 Address Line 1: 200 East Randolph Drive, Suite 5300

CH \$40.00 2858568

Address Line 2: c/o Christine Casey  
Address Line 4: Chicago, ILLINOIS 60601

ATTORNEY DOCKET NUMBER:	41984-26
NAME OF SUBMITTER:	Christine Casey
Signature:	/Christine Casey/
Date:	10/12/2008

**Total Attachments: 8**

source=HP TM Release Wells Fargo#page1.tif  
source=HP TM Release Wells Fargo#page2.tif  
source=HP TM Release Wells Fargo#page3.tif  
source=HP TM Release Wells Fargo#page4.tif  
source=HP TM Release Wells Fargo#page5.tif  
source=HP TM Release Wells Fargo#page6.tif  
source=HP TM Release Wells Fargo#page7.tif  
source=HP TM Release Wells Fargo#page8.tif

## RELEASE OF TRADEMARKS

THIS RELEASE OF TRADEMARKS is dated as of September 30, 2008 by Wells Fargo Foothill, LLC, as Collateral Agent ("Agent").

WHEREAS, HealthPlan Services, Inc., HealthPlan Services Insurance Agency, Inc. (collectively, the "Grantors"), and Agent entered into that certain Trademark Security Agreement, dated as of March 20, 2006 (the "Trademark Security Agreement");

WHEREAS, the Trademark Security Agreement granted Agent a security interest in, among other things, certain trademarks, tradenames, trademark registrations, service marks, trade styles, terms, designs and trademark applications ("Trademarks"), including, without limitation, the Trademarks listed on Schedule I attached hereto as security for certain obligations of Grantors to Agent (the "Obligations");

WHEREAS, Agent recorded the Trademark Security Agreement on March 27, 2006 at Reel 003277, Frame 0414 in the United States Patent and Trademark Office; and

WHEREAS, Grantors have satisfied all of the Obligations and has requested that Agent release its security interests in the Trademarks.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Agent hereby agrees as follows:

Agent hereby fully releases and terminates its security interests in and liens on the Trademark Collateral (as defined in the Trademark Security Agreement), including:

(a) all of Grantors' now existing or hereafter acquired right, title and interest in and to: all Trademarks which are now filed with the U.S. Patent and Trademark Office, any similar office or agency of any state, territory or possession of the United States or Canada or any similar office or agency of any other country or used in the United States, any state, territory or possession thereof including, without limitation, Puerto Rico, or any other country, and (i) any renewals thereof, (ii) all income, royalties, damages and payments now and hereafter due or payable with respect thereto, including, without limitation, payments under all licenses entered into in connection therewith and damages and payments for past or future infringements thereof, (iii) the right to sue for past, present and future infringements thereof, (iv) all documents, packages, prints and labels on which said Trademarks have appeared and all designs and general intangibles of a like nature, and (v) all rights corresponding thereto throughout the world;

(b) the goodwill of Grantors' business connected with or symbolized by Trademarks; and

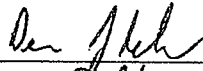
(c) any and all of the proceeds of any of the foregoing, including, without limitation, any claims by Grantors against third parties for infringement of the Trademarks or of any license with respect thereto.

Agent further agrees, at the sole cost and expense of Grantors, to perform all acts reasonably requested by Grantors to effect the release and termination of its security interests and liens in the Trademarks.

[Signature page follows]

IN WITNESS WHEREOF, Agent has caused this Release of Trademarks to be duly executed as of the day and year first above written.

WELLS FARGO FOOTHILL, LLC, as Agent

By:   
Name: Dennis J. Reisman  
Title: v.p.

[Release of Trademarks- HealthPlan Services, Inc.]

**TRADEMARK**  
**REEL: 003869 FRAME: 0554**

**Schedule I to Release of Trademarks**

See attached

SCHEDULE I

TRADEMARK REGISTRATIONS AND APPLICATIONS

MARK	SERIAL/ DOCUMENT NO.	REGISTERED DATE	FILE DATE	OWNER	RENEWAL DATE	EXPIRATION DATE
CG Logo	1,992,585	8/13/96	1/12/95	HealthPlan Services, Inc.	(no later than) 8/13/02	8/13/06
Consolidated Health Review	2,021,233	12/3/96	8/9/94	HealthPlan Services, Inc.	12/3/02	12/3/06
Consolidated Group Your Benefits Partner	1,994,629	8/20/96	1/12/95	HealthPlan Services, Inc.	8/20/02	8/20/06
Consolidated Group Your Benefits Partner & Design	1,994,628	8/20/96	1/12/95	HealthPlan Services, Inc.	8/20/02	8/20/06
COST WATCH	1,448,815	7/21/87	9/8/86	HealthPlan Services, Inc.	7/21/93	7/21/07
EMCA/Eastern Managed Care Administrators	CT20025	12/20/96		HealthPlan Services, Inc.		12/20/01
EMCA/Eastern Managed Care	MA53307	10/4/96		HealthPlan Services, Inc.		10/4/06

MARK	SERIAL/ DOCUMENT NO.	REGISTERED DATE	FILE DATE	OWNER	RENEWAL DATE	EXPIRATION DATE
Administrators						
EMCA/Eastern Managed Care Administrators	NH	11/15/96		HealthPlan Services, Inc.		11/15/06
EMCA/Eastern Managed Care Administrators	RJ961108	11/14/96		HealthPlan Services, Inc.		11/14/06
EZService	1,737,055	12/1/92	3/26/92	HealthPlan Services, Inc.	12/1/02	12/1/02
PATH	75/020161		11/13/95	HealthPlan Services, Inc.	11/13/01	11/13/05
PLAN SERVICES Renewed	FL0927531	8/18/82	8/18/82 3/26/92	HealthPlan Services, Inc.		8/18/12
Platypus	2,858,568	6/29/04		HealthPlan Services Insurance Agency, Inc.	Approx 2009/2010	6/29/14
Your Benefits Partner	1,994,627	8/20/96	1/12/95	HealthPlan Services, Inc.	8/20/02	8/20/06
CAP and Design	37402 (MA)		1985	Consolidated Group, Inc.		Expired
CGB and Design	37338 (MA)		1985	Consolidated Group, Inc.		Expired
CGT and Design	1,034,067		2/17/76	HealthPlan Services, Inc.		Abandoned
CGT and Design	1,497,027		7/19/88	HealthPlan Services, Inc.		Abandoned
Consolidated Association Plans	37324 (MA)		1985	Consolidated Group, Inc.		Expired



MARK	SERIAL/ DOCUMENT NO.	REGISTERED DATE	FILE DATE	OWNER	RENEWAL DATE	EXPIRATION DATE
Consolidated Group	37298 (MA)		1985	Consolidated Group, Inc.		Expired
Consolidated Group Brokerage	37300 (MA)		1985	Consolidated Group, Inc.		Expired
D&B Plan Services	NH138,566					Canceled 12/94
STORK WATCH	501,461		3/18/94	HealthPlan Services, Inc.		Canceled 5/94

TRADENAME	REGISTRATION DATE	EXPIRATION DATE
Eastern Managed Care Administrators	Registered in NH 11/18/96	Expires 11/18/01
HCI HealthPlan Services	Registered in NH Date Unknown	Expires 05/20/06

FICTITIOUS NAME	STATES REGISTERED	OWNER
CGI Insurance Administrators	CA, FL, OK	Consolidated Group, Inc.
CGI Insurance Administrators	CA	Consolidated Group Claims, Inc.

**SEARCHED BUT NOT REGISTERED**

ACCESS  
America's Benefit Specialists  
Direct Connection Software  
The SMART Plan

**UNREGISTERED TRADEMARKS/TRADENAMES**

Defender Elect  
Defender II  
Health Design  
Health Design (Stylized)  
Medchex  
Passport  
Plan Services  
Plan Services (Stylized)  
Plan Services, Inc.  
The Smart Plan