

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Amerigroup Corporation		04/22/2010	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Humana Inc.		
Street Address:	500 West Main Street		
City:	Louisville		
State/Country:	KENTUCKY		
Postal Code:	40202		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	3635854	CAREPLUS	
Registration Number:	2775143	CAREPLUS HEALTH PLAN	
Registration Number:	3182855	CAREPLUS CONNECTIONS	
CORRESPONDENCE DATA			
Fax Number:	(614)792-5536		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	614-792-5555		
Email:	standleydocketing@standleyllp.com		
Correspondent Name:	Standley Law Group LLP		
Address Line 1:	6300 Riverside Drive		
Address Line 4:	Dublin, OHIO 43017		
ATTORNEY DOCKET NUMBER:	HUM2027-079		
NAME OF SUBMITTER:	Cheryl S. Scotney		
Signature:	/Cheryl S. Scotney/		

CH \$90.00 3635854

900167345

**TRADEMARK
 REEL: 004245 FRAME: 0273**

Date:

07/20/2010

Total Attachments: 2

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SERVICE MARK ASSIGNMENT

This assignment is made by AMERIGROUP Corporation, a corporation organized under the laws of the State of Delaware and with a place of business at 4425 Corporation Lane, Virginia Beach, Virginia 23462 ("ASSIGNOR"), to Humana Inc., a corporation organized under the laws of the State of Delaware and with a place of business at 500 West Main Street, Louisville, Kentucky 40202 ("ASSIGNEE").

FOR ONE U.S. DOLLAR (\$1.00) AND OTHER GOOD AND VALUABLE CONSIDERATION, the receipt of which is hereby acknowledged, ASSIGNOR does hereby assign unto said ASSIGNEE its entire right, title, and interest in and to the service marks identified in Exhibit A ("MARKS") as used in connection with the goods and services listed in the registrations on Exhibit A, and in and to the goodwill associated with the MARKS for ASSIGNEE'S own use and benefit and for the use and benefit of its successors, assigns, or other legal representatives, together with all claims for damages for past infringement of said MARKS, with the right to sue for, and collect the same for its own use and benefit, and for the use and benefit of its successors, assigns, and other legal representatives, but ASSIGNOR retains and does not assign the right, title, and interest in its CAREPLUS marks as used in connection with care management services, systems and solutions or any other similar or related goods and services thereof. ASSIGNOR will, at any time, upon the request and at the expense of ASSIGNEE, execute any additional documents that may be required to secure ASSIGNEE'S right, title, and interest in and to the MARKS.

AMERIGROUP Corporation ("ASSIGNOR")

By: Stanley F. Baldwin

Title: Executive Vice President

Date: 4/22/2010

COMMONWEALTH OF VIRGINIA:

CITY OF Virginia Beach SS.
COUNTY OF Virginia Beach

Before me, personally appeared STANLEY F. BALDWIN, to be known to be the same person described in and who executed the foregoing instrument as authorized on behalf of the ASSIGNOR, and acknowledged that he/she executed the same, of his/her own free will and for the purposes set forth.

Nancy M. Newsom
Notary Public

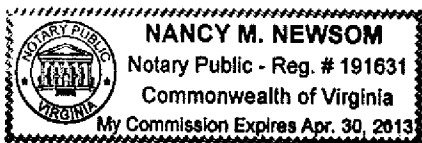


EXHIBIT A

CAREPLUS	US Trademark Registration No. 3635854
CAREPLUS HEALTH PLAN	US Trademark Registration No. 2775143
CAREPLUS CONNECTIONS	US Mark Registration No. 3182855 (or TBD) For "Medical transportation services provided by ambulance, ambulette, taxi or livery service" in International Class 39; "Adult day care facilities; home non-medical day care; assisted living residence services for patients in their own homes, namely, supplying meals to patients in their own homes, and non-medical care giving programs in the home for patients" in International Class 43; and "Medical services in the nature of health maintenance organizations; emergency health care services; health care and medical services, namely managed care services for long-term care; health counseling services; home health care and home companion services; home health aides; respiratory, physical, occupational and speech therapy services; audiology services; podiatry services; dental services; optometry services; nursing care services; dietary and nutritional guidance" in International Class 44