

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	Release of Trademark Security

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
UBS AG, Stamford Branch, as Collateral Agent		07/09/2013	CORPORATION: CONNECTICUT

**RECEIVING PARTY DATA**

<b>Name:</b>	ValueOptions, Inc.
<b>Street Address:</b>	240 Corporate Blvd.
<b>City:</b>	Norfolk
<b>State/Country:</b>	VIRGINIA
<b>Postal Code:</b>	23502
<b>Entity Type:</b>	CORPORATION: VIRGINIA

<b>Name:</b>	Health Management Strategies International, Inc.
<b>Street Address:</b>	240 Corporate Blvd.
<b>City:</b>	Norfolk
<b>State/Country:</b>	VIRGINIA
<b>Postal Code:</b>	23502
<b>Entity Type:</b>	CORPORATION: DISTRICT OF COLUMBIA

<b>Name:</b>	FHC Health Systems, Inc.
<b>Street Address:</b>	240 Corporate Blvd.
<b>City:</b>	Norfolk
<b>State/Country:</b>	VIRGINIA
<b>Postal Code:</b>	23502
<b>Entity Type:</b>	CORPORATION: VIRGINIA

<b>Name:</b>	Massachusetts Behavioral Health Partnership
<b>Street Address:</b>	240 Corporate Blvd.
<b>City:</b>	Norfolk
<b>State/Country:</b>	VIRGINIA

OP \$615.00 2701189

Postal Code:	23502
Entity Type:	Partnership: MASSACHUSETTS

PROPERTY NUMBERS Total: 24

Property Type	Number	Word Mark
Registration Number:	2701189	ACHIEVE SOLUTIONS
Registration Number:	2673377	EAP EXPRESS
Registration Number:	2673378	EAP EXPRESS
Registration Number:	3089322	VALUEOPTIONS
Registration Number:	3151439	VALUEOPTIONS
Serial Number:	76624009	HEALTHYMINDS
Serial Number:	78967977	VALUED OPTIONS
Serial Number:	77078183	BRAIDED FUNDING
Serial Number:	77087055	BETTER OPTIONS
Serial Number:	77087137	HEADFIRST
Serial Number:	77087078	VALUE PROPOSITION
Serial Number:	77087105	VALUE ADDED
Serial Number:	77131232	VALUEOPTIONS MIND BODY HEALTH SOLUTIONS
Serial Number:	77131255	VALUEOPTIONS MIND BODY HEALTH SOLUTIONS
Serial Number:	77131283	VALUEOPTIONS MIND BODY HEALTH SOLUTIONS-
Serial Number:	77151864	VALUEOPTIONS ESSENTIALCARE
Serial Number:	77307652	VALUESELECT
Serial Number:	77231818	STAYSAFE
Serial Number:	77337284	VALUEOPTIONS IMPROVING BEHAVIOR TO IMPRO
Serial Number:	77322695	FHC
Registration Number:	2865003	MBHP
Registration Number:	2865004	MBHP MASSACHUSETTS BEHAVIORAL HEALTH PAR
Registration Number:	3232269	FHC HEALTH SYSTEMS
Registration Number:	1789595	HEALTH MANAGEMENT STRATEGIES

**CORRESPONDENCE DATA**

Fax Number:

*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*

Email: dave.adams@thomsonreuters.com

Correspondent Name: Robin Riley, Legal Assistant

Address Line 1: 75 East 55th Street

**TRADEMARK**  
**REEL: 005075 FRAME: 0383**

Address Line 2: Paul Hastings LLP  
Address Line 4: New York, NEW YORK 10022

NAME OF SUBMITTER:	Robin Riley, Legal Assistant
Signature:	/david adams thomsonreuters/
Date:	07/18/2013

**Total Attachments: 7**

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### RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

**1. Name of conveying party(ies):**

UBS AG, Stamford Branch, as Collateral Agent

- Individual(s)
- General Partnership
- Corporation- State: Connecticut
- Other \_\_\_\_\_
- Association
- Limited Partnership

Citizenship (see guidelines) American

Additional names of conveying parties attached?  Yes  No

**2. Name and address of receiving party(ies)**

Additional names, addresses, or citizenship attached?  Yes  No

Name: ValueOptions, Inc.

Internal

Address: \_\_\_\_\_

Street Address: 240 Corporate Blvd.

City: Norfolk

State: Virginia

Country: USA Zip: 23502

- Association Citizenship \_\_\_\_\_
- General Partnership Citizenship \_\_\_\_\_
- Limited Partnership Citizenship \_\_\_\_\_
- Corporation Citizenship Virginia
- Other \_\_\_\_\_ Citizenship \_\_\_\_\_

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No  
(Designations must be a separate document from assignment)

**3. Nature of conveyance )/Execution Date(s) :**

Execution Date(s) July 9, 2013

- Assignment
- Security Agreement
- Other Release of Trademark Security
- Merger
- Change of Name

**4. Application number(s) or registration number(s) and identification or description of the Trademark.**

A. Trademark Application No.(s)

See attached Exhibit A.

B. Trademark Registration No.(s)

See attached Exhibit A.

Additional sheet(s) attached?  Yes  No

**C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):**

**5. Name & address of party to whom correspondence concerning document should be mailed:**

Name: Robin Riley, Legal Assistant

Internal Address: Paul Hastings LLP

Street Address: 75 East 55th Street

City: New York

State: NY Zip: 10022

Phone Number: 212-318-6493

Fax Number: 212-319-4090

Email Address: robinriley@paulhastings.com

**6. Total number of applications and registrations involved:**

24

**7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$**

- Authorized to be charged to deposit account
- Enclosed

**8. Payment Information:**

Deposit Account Number \_\_\_\_\_

Authorized User Name \_\_\_\_\_

**9. Signature:**

*Robin Riley*  
Signature

July 12, 2013

Date

Robin Riley

Name of Person Signing

Total number of pages including cover sheet, attachments, and document

7

**ITEM 2 (cont'd)**  
**to Trademarks Recordation Form Cover Sheet**

**Additional Parties**

<u>Entity</u>	<u>Jurisdiction of Organization</u>	<u>Type of Entity</u>	<u>Citizenship</u>	<u>Address</u>
Health Management Strategies International, Inc.	District of Columbia	Corporation	District of Columbia	240 Corporate Blvd Norfolk, VA 23502
Massachusetts Behavioral Health Partnership	Massachusetts	Partnership	Massachusetts	240 Corporate Blvd Norfolk, VA 23502
FHC Health Systems, Inc.	Virginia	Corporation	Virginia	240 Corporate Blvd Norfolk, VA 23502

## RELEASE OF SECURITY INTEREST IN TRADEMARKS

This RELEASE OF SECURITY INTEREST IN TRADEMARKS (this "Agreement") is dated as of July 9, 2013, by UBS AG, Stamford Branch in its capacity as collateral agent for the Secured Parties (the "Collateral Agent") pursuant to the Pledge and Security Agreement (as defined below), in favor of ValueOptions, Inc., Health Management Strategies International, Inc., Massachusetts Behavioral Health Partnership and FHC Health Systems, Inc. (collectively, "Grantors").

### WITNESSETH:

WHEREAS, Grantors are party to that certain Second Lien Pledge and Security Agreement, dated December 13, 2007 (as amended, amended and restated, supplemented or otherwise modified from time to time, the "Pledge and Security Agreement") in favor of the Collateral Agent pursuant to which the Grantor was required to enter into and execute the Second Lien Trademark Security Agreement, dated as of December 13, 2007 (the "Trademark Security Agreement"), which was recorded with the United States Patent and Trademark Office on December 14, 2007, at Reel/Frame Nos. 003679/0430, 003679/0442, 003679/0450 and 003679/0458;

WHEREAS, pursuant to the Trademark Security Agreement, each Grantor pledged and granted to the Collateral Agent for the benefit of the Secured Parties, a security interest in all of its right, title and interest in, to and under all of the following Collateral of such Grantor (the "Trademark Collateral"): (a) Trademarks of such Grantor listed on Exhibit A attached hereto, and (b) any and all agreements providing for the granting of any right in or to Trademarks (whether such Grantor is licensee or licensor thereunder) including those referred to on Exhibit A hereto (collectively, "Trademark Licenses");

WHEREAS the Obligations are being repaid by the Grantor and the Collateral Agent desires to terminate and release its security interest in the Trademark Collateral.

NOW, THEREFORE, in consideration of the premises and for good and valuable consideration, the sufficiency of which is hereby acknowledged, the Collateral Agent hereby agrees as follows:

1. Definitions. Unless otherwise defined herein, capitalized terms used but not expressly defined herein shall have the meanings given to them in the Trademark Security Agreement.
2. Release of Security Interest. Collateral Agent hereby discharges, releases and terminates fully its security interest under the Trademark Security Agreement, in all of Grantor's rights, title and interest in, to and under the Trademark Collateral, including, but not limited to, those United States registered trademarks and trademark applications set forth on Exhibit A hereto, and hereby reassigns any and all interest that it may have therein to the applicable Grantor.
3. Filing of the Release; Further Assurances. Collateral Agent hereby authorizes the filing of this Agreement in the United States Patent and Trademark Office by the applicable Grantor, at


Grantor's sole cost and expense. Collateral Agent further agrees to execute and deliver to Grantors any and all further documents and instruments, and do any and all further acts which Grantors (or their agents or designees) reasonably request, at Grantors' sole cost and expense, in order to confirm this Agreement and Grantors' right, title and interest in or to the Trademark Collateral.

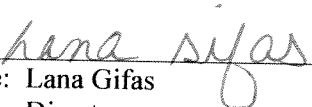
4. Governing Law. This Agreement and the rights and obligations of the parties hereunder shall be governed by, and shall be construed and enforced in accordance with, the laws of the State of New York without regard to conflict of laws principles thereof.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned has executed this Agreement by its duly authorized officer as of the date first above written.

UBS AG, Stamford Branch,  
as Collateral Agent

By:   
Name: Joselin Fernandes  
Title: Associate Director

By:   
Name: Lana Gifas  
Title: Director



**EXHIBIT A****Trademark Registrations and Applications**

OWNER	MARK	CLASS	STATUS
ValueOptions, Inc.	Achieve Solutions	42	Registered Reg. No. 2,701,189
ValueOptions, Inc.	EAP Express	35	Registered Reg. No. 2,673,377
ValueOptions, Inc.	EAP Express	44	Registered Reg. No. 2,673,378
ValueOptions, Inc.	Healthy Minds	44	Pending Serial No. 76/624,009
ValueOptions, Inc.	ValueOptions	44	Registered. Reg. No. 3,089,322
ValueOptions, Inc.	ValueOptions and design	44	Registered Reg. No. 3,151,439
ValueOptions, Inc.	Valued Options	44	Pending Serial No. 78/967,977
ValueOptions, Inc.	Braided Funding	44, 35	Pending Serial No. 77/078,183
ValueOptions, Inc.	Better Options	44	Pending Serial No. 77/087,055
ValueOptions, Inc.	Headfirst	44	Pending Serial No. 77/087,137
ValueOptions, Inc.	Value Proposition	44	Pending Serial No. 77/087,078
ValueOptions, Inc.	Value Added	44	Pending Serial No. 77/087,105
ValueOptions, Inc.	ValueOptions Mind Body Health Solutions	44	Pending Serial No. 77/131,232
ValueOptions, Inc.	ValueOptions Mind Body Health Solutions – Pharmacy	44	Pending Serial No. 77/131,255

OWNER	MARK	CLASS	STATUS
ValueOptions, Inc.	ValueOptions Mind Body Health Solutions – Total Health	44	Pending Serial No. 77/131,283
ValueOptions, Inc.	ValueOptions Essentialcare	44	Pending Serial No. 77/151,864
ValueOptions, Inc.	ValueSelect	44	Pending Serial No. 77/307,652
ValueOptions, Inc.	Staysafe		Pending Serial No. 77/231,818
ValueOptions, Inc.	ValueOptions Improving Behavior to Improve Health	44	Pending Serial No. 77337284
Massachusetts Behavioral Health Partnership	MBHP	44	Registered Reg. No. 2,865,003
Massachusetts Behavioral Health Partnership	MBHP MASSACHUSETTS BEHAVIORAL HEALTH PARTNERSHIP (design mark)	44	Registered Reg. No. 2,865,004
FHC Health Systems, Inc.	FHC Health Systems	44	Registered Reg. No. 3,232,269
FHC Health Systems, Inc.	FHC	44	Pending Serial No. 77/322,695
Health Management Strategies International, Inc.	HMS Health Management Strategies	35	Registered Reg. No. 1,789,595