

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

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Blue Cross and Blue Shield of Montana, Inc.		07/31/2013	CORPORATION: MONTANA

**RECEIVING PARTY DATA**

<b>Name:</b>	Health Care Service Corporation
<b>Street Address:</b>	300 E. Randolph
<b>City:</b>	Chicago
<b>State/Country:</b>	ILLINOIS
<b>Postal Code:</b>	60601
<b>Entity Type:</b>	Mutual Legal Reserve Life Company: ILLINOIS

**PROPERTY NUMBERS Total: 3**

Property Type	Number	Word Mark
Registration Number:	3551271	LIVE SMART. LIVE HEALTHY.
Registration Number:	4085129	WAKE UP YOUR LIFE
Registration Number:	4039744	WAKE UP YOUR LIFE

**CORRESPONDENCE DATA**

Fax Number: 3128622200  
*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*

Phone: 312-862-6371  
 Email: renee.prescan@kirkland.com  
 Correspondent Name: Renee Prescan  
 Address Line 1: 300 North LaSalle Street  
 Address Line 2: Kirkland & Ellis LLP  
 Address Line 4: Chicago, ILLINOIS 60654

<b>ATTORNEY DOCKET NUMBER:</b>	16412-664 RMP
--------------------------------	---------------

CH \$90.00 3551271

NAME OF SUBMITTER:	Renee M. Prescan
Signature:	/Renee M. Prescan/
Date:	07/31/2013
Total Attachments: 2 source=BCBS Trademark Assignment - FINAL (EXECUTED)#page1.tif source=BCBS Trademark Assignment - FINAL (EXECUTED)#page2.tif	

**TRADEMARK ASSIGNMENT**

**WHEREAS**, BLUE CROSS AND BLUE SHIELD OF MONTANA, INC., with its principal place of business at 560 North Park Avenue, Helena, MT 59604 (“Assignor”), has adopted, owns and is using the trademarks listed on Exhibit A (the “Marks”); and

**WHEREAS**, pursuant to that certain Asset Purchase Agreement, dated as of November 14, 2012, between Assignor and HEALTH CARE SERVICE CORPORATION, with its principal place of business at 300 E. Randolph, Chicago, IL 60601 (“Assignee”), Assignor has agreed to transfer and convey to Assignee certain assets, including, the Marks;

**WHEREAS**, Assignor and Assignee now desire to effect the transfer of the Marks from Assignor to Assignee;

**NOW, THEREFORE**, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, assigns and transfers to Assignee all right, title and interest in and to the Marks, together with the goodwill of the business symbolized by the Marks.

\_\_\_\_\_  
BLUE CROSS AND BLUE SHIELD OF  
MONTANA, INC.

By: Michael Frank  
Name: Michael Frank  
Title: President & CEO

Dated effective as of: 7/31/13

## EXHIBIT A

### Federal Marks

LIVE SMART. LIVE HEALTHY.  
WAKE UP YOUR LIFE  
WAKE UP YOUR LIFE

### Registration

3,551,271  
4,085,129  
4,039,744

### State of Montana

ADVANTAGE PLAN  
HMO MONTANA  
HEALTH FIRST  
HEALTH NOW  
HEALTH NOW & Design  
HEALTHY MONTANAN  
HEALTHY WONDERS  
MONTANA CAREPAC  
MONTANA HEALTHLINK  
MONTANA YOUTHCARE  
MONTANA YOUTHCARE & Design  
MONTANA PHYSICIANS' SERVICE (MPS)  
THE CAPSULE NEWS  
THE CAPSULE NEWS

### Registration

T016779  
T014744  
T017912  
T018662  
T018938  
T015413  
T026270  
T016551  
T015888  
T024200  
T028276  
T014815  
T016589  
T016590