

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM317709

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|---|--|---------------------------|----------------------|
| SUBMISSION TYPE: | CORRECTIVE ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | Corrective Assignment to correct the Assignee's type of entity from a Mutual Legal Reserve Life Company to a Mutual Legal Reserve Company previously recorded on Reel 005082 Frame 0296. Assignor(s) hereby confirms the assignment of 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 | | | |
| Name: | Health Care Service Corporation | | |
| Street Address: | 300 E. Randolph | | |
| City: | Chicago | | |
| State/Country: | ILLINOIS | | |
| Postal Code: | 60601 | | |
| Entity Type: | Mutual Legal Reserve Company: ILLINOIS | | |
| PROPERTY NUMBERS Total: 3 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 3551271 | LIVE SMART. LIVE HEALTHY. | |
| Registration Number: | 4039744 | WAKE UP YOUR LIFE | |
| Registration Number: | 4085129 | WAKE UP YOUR LIFE | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | 3128622200 | | |
| <i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i> | | | |
| 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 | | |
| ATTORNEY DOCKET NUMBER: | 16412-664 RMP | | |
| NAME OF SUBMITTER: | Renee M. Prescan | | |
| SIGNATURE: | /Renee M. Prescan/ | | |
| DATE SIGNED: | 09/23/2014 | | |

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Total Attachments: 5

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TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

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|---|--|---------------------------|----------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | 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 | | | |
| Name: | Health Care Service Corporation | | |
| Street Address: | 300 E. Randolph | | |
| City: | Chicago | | |
| State/Country: | ILLINOIS | | |
| Postal Code: | 60601 | | |
| Entity Type: | 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 | |
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| Correspondent Name: | Renee Prescan | | |
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| Address Line 2: | Kirkland & Ellis LLP | | |
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| ATTORNEY DOCKET NUMBER: | 16412-664 RMP | | |
| TRADEMARK REEL: 005367 FRAME: 0201 | | | |

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