

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM333105

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Security Agreement

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Benefitfocus, Inc.		02/20/2015	CORPORATION: DELAWARE
Benefitfocus.com, Inc.		02/20/2015	CORPORATION: SOUTH CAROLINA
Benefit Informatics, Inc.		02/20/2015	CORPORATION: DELAWARE
Benefitstore, Inc.		02/20/2015	CORPORATION: SOUTH CAROLINA

RECEIVING PARTY DATA

Name:	Silicon Valley Bank
Street Address:	3353 Peachtree Road
Internal Address:	NE Tower, Ste M-10
City:	Atlanta
State/Country:	GEORGIA
Postal Code:	30326
Entity Type:	CORPORATION: CALIFORNIA

PROPERTY NUMBERS Total: 15

Property Type	Number	Word Mark
Registration Number:	4649999	HR INTOUCH
Registration Number:	4565511	BENEFITFOCUS
Registration Number:	4527136	ALL YOUR BENEFITS. IN YOUR POCKET.
Registration Number:	4261142	HR INTOUCH MARKETPLACE
Registration Number:	4111384	SHOP ENROLL MANAGE EXCHANGE
Registration Number:	4102028	ALL YOUR BENEFITS. ONE PLACE.
Registration Number:	3826875	ICYOU
Registration Number:	3578457	BENEFITFOCUS
Registration Number:	2496059	BENEFITFOCUS
Registration Number:	3190486	BENEFIT MANAGER
Registration Number:	3066892	BENEFIT PLANNER
Registration Number:	3066891	BENEFIT ANALYZER
Serial Number:	86268754	ALL MY BENEFITS. IN MY POCKET.
Serial Number:	86343824	ONE PLACE

OP \$390.00 4649999

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	4261146	HR INTOUCH

CORRESPONDENCE DATA

Fax Number: 8004947512
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.
Phone: 202-370-4750
Email: ipteam@nationalcorp.com
Correspondent Name: Dwayne C. Houston
Address Line 1: 1025 Vermont Avenue NW, Suite 1130
Address Line 2: National Corporate Research, Ltd.
Address Line 4: Washington, D.C. 20005

ATTORNEY DOCKET NUMBER:	F154192
NAME OF SUBMITTER:	Monica C. Courtade
SIGNATURE:	/Monica C. Courtade/
DATE SIGNED:	02/24/2015

Total Attachments: 13

source=FINAL -- Intellectual Property Security Agreement -- Benefitfocus#page1.tif
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INTELLECTUAL PROPERTY SECURITY AGREEMENT

This Intellectual Property Security Agreement is entered into as of February 20, 2015 by and between the Grantors listed on the signature page hereto (collectively, the "**Grantor**") and **SILICON VALLEY BANK**, as administrative agent for the Lenders (in such capacity, the "**Administrative Agent**").

RECITALS

A. Administrative Agent and the Lenders have agreed to make certain advances of money and to extend certain financial accommodation to Grantor (the "**Loans**") in the amounts and manner set forth in that certain Credit Agreement, dated as of the date herewith, by and among **BENEFITFOCUS, INC.**, a Delaware corporation ("**Benefitfocus**"), **BENEFITFOCUS.COM, INC.**, a South Carolina corporation ("**Benefitfocus.com**"), **BENEFIT INFORMATICS, INC.**, a Delaware corporation ("**Benefit Informatics**"), and **BENEFITSTORE, INC.**, a South Carolina corporation ("**BenefitStore**", and together with Benefitfocus, Benefitfocus.com and Benefit Informatics, each individually, a "**Borrower**", and collectively, the "**Borrowers**"), the several banks and other financial institutions or entities from time to time parties thereto (each a "**Lender**" and, collectively, the "**Lenders**"), Administrative Agent and **COMERICA BANK**, as Documentation Agent (as amended, restated, amended and restated, supplemented, restructured or otherwise modified from time to time, the "**Credit Agreement**"). Unless otherwise specified, capitalized terms used herein are used as defined in the Credit Agreement.

B. In consideration of the agreement by Administrative Agent and Lenders to make the Loans to Borrowers under the Credit Agreement, Borrowers and Grantor have entered into that certain Guarantee and Collateral Agreement in favor of Administrative Agent, dated as of even date herewith (as the same may be amended, modified or supplemented from time to time, the "**Guarantee and Collateral Agreement**").

C. Administrative Agent and Lenders are willing to make the Loans to Borrowers, but only upon the condition, among others, that Borrowers and Grantor shall grant to Administrative Agent a security interest in certain Copyrights, Trademarks, and Patents (in each case, as defined in the Guarantee and Collateral Agreement) to secure the obligations of Borrowers and Grantor under the Credit Agreement and the Guarantee and Collateral Agreement.

D. Pursuant to the terms of the Credit Agreement and the Guarantee and Collateral Agreement, Borrowers and Grantor have granted to Administrative Agent, for the benefit of the Secured Parties, a security interest in all of Borrowers' and Grantor's right, title and interest, whether presently existing or hereafter acquired, in, to and under all of the Collateral.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, and intending to be legally bound, as collateral security for the prompt and complete payment when due of its Obligations under the Credit Agreement and Loan Documents, Grantor hereby represents, warrants, covenants and agrees as follows:

AGREEMENT

To secure its Obligations under the Credit Agreement and Loan Documents, Grantor grants and pledges to Administrative Agent a security interest in all of Grantor's right, title and interest in, to and under its Intellectual Property collateral (including without limitation those Copyrights, Patents, and Trademarks listed on Exhibits A, B, and C hereto), and including without limitation all proceeds thereof (such as, by way of example but not by way of limitation, license royalties and proceeds of infringement suits), the right to sue for past, present and future infringements, all rights corresponding thereto throughout the world and all re-issues, divisions continuations, renewals, extensions and continuations-in-part thereof.

This security interest is granted in conjunction with the security interest granted to Administrative Agent under the Guarantee and Collateral Agreement. The rights and remedies of Administrative Agent with respect to the security interest granted hereby are in addition to those set forth in the Credit Agreement and the other Loan Documents, and those which are now or hereafter available to Administrative Agent as a matter of law or equity. Each right, power and remedy of Administrative Agent provided for herein or in the Credit Agreement or any of the Loan Documents, or now or hereafter existing at law or in equity shall be cumulative and concurrent and shall be in addition to every right, power or remedy provided for herein and the exercise by Administrative Agent of any one or more of the rights, powers or remedies provided for in this Intellectual Property Security Agreement, the Credit Agreement or any of the other Loan Documents, or now or hereafter existing at law or in equity, shall not preclude the simultaneous or later exercise by any person, including Administrative Agent, of any or all other rights, powers or remedies.

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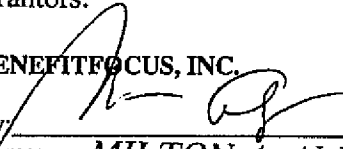
IN WITNESS WHEREOF, the parties have caused this Intellectual Property Security Agreement to be duly executed by its officers thereunto duly authorized as of the first date written above.

Address of Grantors:


100 BenefitFocus Way
Charleston, South Carolina 29492
Attention: Milt Alpern, Chief Financial Officer
Facsimile No.: 843-849-6062

Grantors:

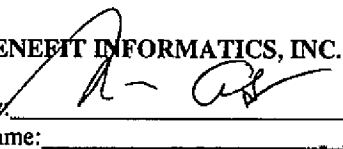
BENEFITFOCUS, INC.

By: 
Name: MILTON A. ALPERN
Title: CHIEF FINANCIAL OFFICER

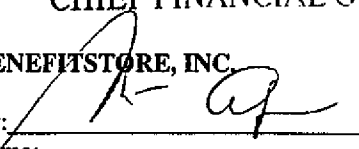
BENEFITFOCUS.COM, INC.

By: 
Name: MILTON A. ALPERN
Title: CHIEF FINANCIAL OFFICER

BENEFIT INFORMATICS, INC.

By: 
Name: MILTON A. ALPERN
Title: CHIEF FINANCIAL OFFICER

BENEFITSTORE, INC.

By: 
Name: MILTON A. ALPERN
Title: CHIEF FINANCIAL OFFICER

Address of Administrative Agent:

Silicon Valley Bank
3353 Peachtree Road
NE Tower, Suite M-10
Atlanta, GA 30326
Attention: Andy Kirk
Facsimile No.: 404-467-4467
E-Mail: AKirk@svb.com

Administrative Agent:

SILICON VALLEY BANK as Administrative Agent

By: 

Name: Michael Shady

Title: Director

[Signature Page to Intellectual Property Security Agreement]

TRADEMARK
REEL: 005465 FRAME: 0331

EXHIBIT A

COPYRIGHTS

Registered Copyrights of Benefitfocus.com, Inc.

<u>Jurisdiction</u>	<u>Registration No.</u>	<u>Registration Date</u>	<u>Work of Authorship</u>
United States	TX0006032200	11/14/2001	Benefit focus online enrollment and data exchange service application.
United States	TX0006032199	11/14/2001	Benefit focus online enrollment and data exchange services application version 1.14.

EXHIBIT B

PATENTS

Issued Patents of Benefitfocus.com, Inc.

<u>Jurisdiction</u>	<u>Patent No.</u>	<u>Issue Date</u>	<u>Inventor</u>	<u>Title</u>
United States	8,412,646	04/02/2013	Theodore C. Tanner, Jr.; Matthew Aldridge; Gregory Jorstad	Systems and methods for automatic creation of agent-based systems
United States	8,572,760	10/29/2013	Theodore C. Tanner, Jr.; Amit Jain	Systems and methods for secure agent information
United States	8,935,705	01/13/2015	Jeremy D. Martin	Execution of highly concurrent processing tasks based on updated dependency data structure at run-time
China	ZL200980126895.0	09/03/2014	Theodore C. Tanner, Jr.; Matthew Aldridge; Gregory Jorstad	Systems and methods for automatic creation of agent-based systems

Pending Patent Applications of Benefitfocus.com, Inc.

<u>Jurisdiction</u>	<u>Serial No.</u>	<u>Filing Date</u>	<u>Inventor</u>	<u>Title</u>
United States	13/020,376	02/03/2011	John M. Lunsford	Systems and methods for polymorphic content generation in a multi-application, multi-tenant environment
United States	13/299,112	11/17/2011	William B. Gilbert	Systems and methods for dynamic service integration
United States	13/452,580	04/20/2012	Jason Shaun McDonald	System and method for enabling the styling and adornment of multiple, disparate web pages through remote method calls
United States	14/463,314	08/19/2014	Michael Rosier	Systems and methods for correlating derived metrics for system activity
United States	14/482,437	09/10/2014	Adam Wagner	Systems and methods for a metadata driven user interface framework
United States	14/491,549	09/19/2014	Michael Rosier	System and method for dynamically intercepting and adjusting persistence behaviors via runtime configuration
United States	14/506,159	10/03/2014	Michael Rosier	Systems and methods for classifying and analyzing runtime events

PCT: Nationalized in Australia, Canada, China, Europe and Hong Kong	PCT/US2009/052640	08/04/2009	Theodore C. Tanner, Jr.; Matthew Aldridge; Gregory Jorstad	Systems and methods for concept mapping
PCT: Nationalized in Australia, Canada, China, Europe, India and Japan	PCT/US2011/046888	08/08/2011	Theodore C. Tanner, Jr.; Amit Jain	Systems and methods for secure agent information
PCT: Nationalized in Australia, Canada, China, Europe and Hong Kong	PCT/US2009/059527	10/05/2009	Theodore C. Tanner, Jr.; Matthew Aldridge; Gregory Jorstad	Systems and methods for automatic creation of agent-based systems
PCT	PCT/US2012/026466	02/24/2012	Jeremy D. Martin	Registration and execution of highly concurrent processing tasks
PCT: Nationalized in Australia, Canada, China, Europe, India, Japan and South Korea	PCT/US2012/061277	10/22/2012	William B. Gilbert	Systems and methods for dynamic service integration
PCT: Nationalized in Australia, Canada, China, Europe, India and Japan	PCT/US2013/026048	02/14/2013	Jason Shaun McDonald	System and method for enabling the styling and adornment of multiple, disparate web pages through remote method calls
Australia	2009298151	10/05/2009	Theodore C. Tanner, Jr.; Matthew Aldridge; Gregory Jorstad	Systems and methods for automatic creation of agent-based systems
Australia	2011289673	08/08/2011	Theodore C. Tanner, Jr.; Amit Jain	Systems and methods for secure agent information
Australia	2012256399	02/24/2012	Jeremy D. Martin	Registration and execution of highly concurrent processing tasks
Australia	2012337242	10/22/2012	William B. Gilbert	Systems and methods for dynamic service integration
Australia	2013249909	02/14/2013	Jason Shaun McDonald	System and method for enabling the styling and adornment of multiple, disparate web pages through remote method calls
Canada	2,726,729	10/05/2009	Theodore C. Tanner, Jr.; Matthew Aldridge; Gregory Jorstad	Systems and methods for automatic creation of agent-based systems
Canada	2,806,461	08/08/2011	Theodore C. Tanner, Jr.; Amit Jain	Systems and methods for secure agent information
Canada	2,868,317	02/14/2013	Jason Shaun McDonald	System and method for enabling the styling and adornment of multiple, disparate web pages through remote method calls
Canada	2,855,191	10/22/2012	Gilbert William B.	Systems and methods for dynamic service integration


Canada	2,829,194	02/24/2012	Jeremy D. Martin	Registration and execution of highly concurrent processing tasks
China	201180039769.9	08/08/2011	Theodore C. Tanner, Jr.; Amit Jain	Systems and methods for secure agent information
China	201280021183.4	02/24/2012	Jeremy D. Martin	Registration and execution of highly concurrent processing tasks
China	201280055871.2	10/22/2012	Gilbert William B.	Systems and methods for dynamic service integration
China	201380020635.1	02/14/2013	Jason Shaun McDonald	System and method for enabling the styling and adornment of multiple, disparate web pages through remote method calls
China	200980126829.3	08/06/2011	Theodore C. Tanner, Jr.; Matthew Aldridge; Gregory Jorstad	Systems and methods for concept mapping
Europe	09818612.5	10/05/2009	Theodore C. Tanner, Jr.; Matthew Aldridge; Gregory Jorstad	Systems and methods for automatic creation of agent-based systems
Europe	11816869.0	08/08/2011	Theodore C. Tanner, Jr.; Amit Jain	Systems and methods for secure agent information
Europe	12785376.0	02/24/2012	Jeremy D. Martin	Registration and execution of highly concurrent processing tasks
Europe	12849965.4	10/22/2012	William B. Gilbert	Systems and methods for dynamic service integration
Europe	13777746.0	02/14/2013	Jason Shaun McDonald	System and method for enabling the styling and adornment of multiple, disparate web pages through remote method calls
Europe	09805413	08/04/2009	Theodore C. Tanner, Jr.; Matthew Aldridge; Gregory Jorstad	Systems and methods for concept mapping
Hong Kong	See Chinese Patent No. ZL200980126895.0 above	10/05/2009	Theodore C. Tanner, Jr.; Matthew Aldridge; Gregory Jorstad	Systems and methods for automatic creation of agent-based systems
Hong Kong	13106783.3	08/08/2011	Theodore C. Tanner, Jr.; Amit Jain	Systems and methods for secure agent information
Hong Kong	14103513.6	02/24/2012	Jeremy D. Martin	Registration and execution of highly concurrent processing tasks
Hong Kong	[]	02/14/2013	Jason Shaun McDonald	System and method for enabling the styling and adornment of multiple, disparate web pages through remote method calls
India	984/DELNP/2013	08/08/2011	Theodore C. Tanner, Jr.; Amit Jain	Systems and methods for secure agent information

India	7410/CHENP/2013	02/24/2012	Jeremy D. Martin	Registration and execution of highly concurrent processing tasks
India	2117/CHENP/2014	10/22/2012	William B. Gilbert	Systems and methods for dynamic service integration
India	8112/DELNP/2014	02/14/2013	Jason Shaun McDonald	System and method for enabling the styling and adornment of multiple, disparate web pages through remote method calls
Japan	2013-524138	08/08/2011	Theodore C. Tanner, Jr.; Amit Jain	Systems and methods for secure agent information
Japan	2014-510307	02/24/2012	Jeremy D. Martin	Registration and execution of highly concurrent processing tasks
Japan	2014-542317	10/22/2012	William B. Gilbert	Systems and methods for dynamic service integration
Japan	[]	02/14/2013	Jason Shaun McDonald	System and method for enabling the styling and adornment of multiple, disparate web pages through remote method calls
Taiwan	101116450	05/09/2012	Jeremy D. Martin	Registration and execution of highly concurrent processing tasks
Taiwan	101142364	11/14/2012	William B. Gilbert	Systems and methods for dynamic service integration
Taiwan	102113431	04/16/2013	Jason Shaun McDonald	System and method for enabling the styling and adornment of multiple, disparate web pages through remote method calls
South Korea	10-2013-7029824	02/24/2012	Jeremy D. Martin	Registration and execution of highly concurrent processing tasks
South Korea	10/2014/7012950	10/22/2012	William B. Gilbert	Systems and methods for dynamic service integration

EXHIBIT C

TRADEMARKS

Registered Trademarks of Benefitfocus.com, Inc.

<u>Jurisdiction</u>	<u>Registration No.</u>	<u>Registration Date</u>	<u>Filing Date</u>	<u>Registered Owner</u>	<u>Mark</u>
United States	4649999	12/2/2014	7/22/2013	Benefitfocus.com, Inc.	HR INTOUCH
United States	4565511	7/8/2014	7/22/2013	Benefitfocus.com, Inc.	BENEFITFOCUS
United States	4527136	5/6/2014	7/19/2013	Benefitfocus.com, Inc.	ALL YOUR BENEFITS. IN YOUR POCKET.
United States	4261142	12/18/2012	4/30/2012	Benefitfocus.com, Inc.	HR INTOUCH MARKETPLACE
United States	4261146	12/18/2012	4/30/2012	Benefitfocus.com, Inc.	HR INTOUCH
United States	4111384	3/13/2012	6/30/2011	Benefitfocus.com, Inc.	SHOP ENROLL MANAGE EXCHANGE
United States	4102028	2/21/2012	6/30/2011	Benefitfocus.com, Inc.	ALL YOUR BENEFITS. ONE PLACE.
United States	3826875	8/3/2010	12/12/2008	Benefitfocus.com, Inc.	ICYOU
United States	3578457	2/24/2009	5/16/2007	Benefitfocus.com, Inc.	
United States	2496059	10/9/2001	8/4/2000	Benefitfocus.com, Inc.	BENEFITFOCUS
Australia	International Reg. No. 1106495 Trademark No. 1476309	12/30/2011	12/30/2011	Benefitfocus.com, Inc.	BENEFITFOCUS
Australia	International Reg. No. 1142954 Trademark No. 1534903	10/22/2012	10/22/2012	Benefitfocus.com, Inc.	HR INTOUCH MARKETPLACE
Australia	International Reg. 1138700 Trademark No. 1531065	10/22/2012	10/22/2012	Benefitfocus.com, Inc.	HR INTOUCH
Australia	International Reg. 1181498 Trademark No. 1591173	10/01/2013	10/01/2013	Benefitfocus.com, Inc.	HR INTOUCH
Australia	International Reg. 1191605 Trademark No. 1605589	12/31/2013	12/31/2013	Benefitfocus.com, Inc.	ALL YOUR BENEFITS. IN YOUR POCKET.
Canada	TMA855701	07/19/2013	01/31/2012	Benefitfocus.com, Inc.	BENEFITFOCUS
Canada	TMA867347	12/16/2013	10/30/2012	Benefitfocus.com, Inc.	HR INTOUCH
Canada	TMA867346	12/16/2013	10/29/2012	Benefitfocus.com, Inc.	HR INTOUCH MARKETPLACE

India	International Reg. No. 1191605	12/31/2013	12/31/2013	Benefitfocus.com, Inc.	ALL YOUR BENEFITS. IN YOUR POCKET.
India	International Reg. No. 1182012	10/01/2013	10/01/2013	Benefitfocus.com, Inc.	BENEFITFOCUS
India	International Reg. No. 1181498	10/01/2013	10/01/2013	Benefitfocus.com, Inc.	HR INTOUCH
Ireland	International Reg. No. 1106495	12/30/2011	12/30/2011	Benefitfocus.com, Inc.	BENEFITFOCUS
Ireland	International Reg. No. 1138700	10/22/2012	10/22/2012	Benefitfocus.com, Inc.	HR INTOUCH
Ireland	International Reg. No. 1181498	10/01/2013	10/01/2013	Benefitfocus.com, Inc.	HR INTOUCH
Ireland	International Reg. No. 1142954	10/22/2012	10/22/2012	Benefitfocus.com, Inc.	HR INTOUCH MARKETPLACE
Israel	International Reg. No. 1106495	12/30/2011	12/30/2011	Benefitfocus.com, Inc.	BENEFITFOCUS
New Zealand	International Reg. No. 1191605	12/31/2013	12/31/2013	Benefitfocus.com, Inc.	ALL YOUR BENEFITS. IN YOUR POCKET.
New Zealand	International Reg. No. 1182012	10/01/2013	10/01/2013	Benefitfocus.com, Inc.	BENEFITFOCUS
New Zealand	International Reg. No. 1181498	10/01/2013	10/01/2013	Benefitfocus.com, Inc.	HR INTOUCH
New Zealand	967599	04/24/2013	10/23/2012	Benefitfocus.com, Inc.	HR INTOUCH
New Zealand	967600	04/24/2013	10/23/2012	Benefitfocus.com, Inc.	HR INTOUCH MARKETPLACE
United Kingdom	International Reg. No. 1142954	10/22/2012	10/22/2012	Benefitfocus.com, Inc.	HR INTOUCH MARKETPLACE
United Kingdom	International Reg. No. 1138700	10/22/2012	10/22/2012	Benefitfocus.com, Inc.	HR INTOUCH
United Kingdom	International Reg. No. 1106495	12/30/2011	12/30/2011	Benefitfocus.com, Inc.	BENEFITFOCUS
United Kingdom	International Reg. No. 1181498	10/01/2013	10/01/2013	Benefitfocus.com, Inc.	HR INTOUCH
United Kingdom	International Reg. No. 1191605	12/31/2013	12/31/2013	Benefitfocus.com, Inc.	ALL YOUR BENEFITS. IN YOUR POCKET.

World Intellectual Property Organization	International Reg. No. 1142954	10/22/2012	10/22/2012	Benefitfocus.com, Inc.	HR INTOUCH MARKETPLACE
World Intellectual Property Organization	International Reg. No. 1138700	10/22/2012	10/22/2012	Benefitfocus.com, Inc.	HR INTOUCH
World Intellectual Property Organization	International Reg. No. 1106495	12/30/2011	12/30/2011	Benefitfocus.com, Inc.	BENEFITFOCUS
World Intellectual Property Organization	International Reg. No. 1191605	12/31/2013	12/31/2013	Benefitfocus.com, Inc.	ALL YOUR BENEFITS. IN YOUR POCKET.
World Intellectual Property Organization	International Reg. No. 1182012	10/01/2013	10/01/2013	Benefitfocus.com, Inc.	BENEFITFOCUS
World Intellectual Property Organization	International Reg. No. 1181498	10/01/2013	10/01/2013	Benefitfocus.com, Inc.	HR INTOUCH

Pending Trademark Applications of Benefitfocus.com, Inc.

<u>Jurisdiction</u>	<u>Application No.</u>	<u>Filing Date</u>	<u>Applicant</u>	<u>Mark</u>
United States	86/268,754	05/01/2014	Benefitfocus.com, Inc.	ALL MY BENEFITS. IN MY POCKET.
United States	86/343,824	07/21/2014	Benefitfocus.com, Inc.	ONE PLACE
Australia	International Reg. No. 1182012 Trademark No. 1591274	10/01/2013	Benefitfocus.com, Inc.	BENEFITFOCUS
South Africa	2012/28642	10/23/2012	Benefitfocus.com, Inc.	HR INTOUCH
South Africa	2012/28643	10/23/2012	Benefitfocus.com, Inc.	HR INTOUCH MARKETPLACE
South Africa	2013/27350	10/02/2013	Benefitfocus.com, Inc.	BENEFITFOCUS
South Africa	2013/27351	10/02/2013	Benefitfocus.com, Inc.	HR INTOUCH
South Africa	2014/00310	01/07/2014	Benefitfocus.com, Inc.	ALL YOUR BENEFITS. IN YOUR POCKET.
Canada	1660145	01/17/2014	Benefitfocus.com, Inc.	ALL YOUR BENEFITS. IN YOUR POCKET.
Canada	1656990	12/19/2013	Benefitfocus.com, Inc.	BENEFITFOCUS
Canada	1656991	12/19/2013	Benefitfocus.com, Inc.	HR INTOUCH
India	2419567	10/30/2012	Benefitfocus.com, Inc.	HR INTOUCH
India	2419568	10/30/2012	Benefitfocus.com, Inc.	HR INTOUCH MARKETPLACE
Ireland	International Reg. No. 1182012	10/01/2013	Benefitfocus.com, Inc.	BENEFITFOCUS

Israel	International Reg. No. 1182012	10/01/2013	Benefitfocus.com, Inc.	BENEFITFOCUS
Israel	International Reg. No. 1191605	12/31/2013	Benefitfocus.com, Inc.	ALL YOUR BENEFITS. IN YOUR POCKET.
United Kingdom	International Reg. No. 1182012	10/01/2013	Benefitfocus.com, Inc.	BENEFITFOCUS
China	14158487	03/12/2014	Benefitfocus.com, Inc.	BENEFITFOCUS
China	14158486	03/12/2014	Benefitfocus.com, Inc.	BENEFITFOCUS

Registered Trademarks of Benefit Informatics, Inc.

<u>Jurisdiction</u>	<u>Registration No.</u>	<u>Registration Date</u>	<u>Filing Date</u>	<u>Registered Owner</u>	<u>Mark</u>
United States	3190486	1/2/2007	11/15/2004	Benefit Informatics, Inc.	BENEFIT MANAGER
United States	3066892	3/7/2006	11/15/2004	Benefit Informatics, Inc.	BENEFIT PLANNER
United States	3066891	3/7/2006	11/15/2004	Benefit Informatics, Inc.	BENEFIT ANALYZER