

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM350503

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
General Electric Capital Corporation		03/13/2015	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Clearbenefits.com, Inc.		
Street Address:	3 Waters Park Drive, Suite 120		
City:	San Mateo		
State/Country:	CALIFORNIA		
Postal Code:	94403		
Entity Type:	CORPORATION: CALIFORNIA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2492311	CLEARBENEFITS	
CORRESPONDENCE DATA			
Fax Number:	4074181251		
<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:	4074257010		
Email:	brobbinson@zkslawfirm.com		
Correspondent Name:	William H. Robinson, Jr., Esquire		
Address Line 1:	315 E. Robinson Street, Suite 600		
Address Line 4:	Orlando, FLORIDA 32801		
ATTORNEY DOCKET NUMBER:	11551-4		
NAME OF SUBMITTER:	William H. Robinson, Jr., Esquire		
SIGNATURE:	/William H. Robinson, Jr., Esquire/		
DATE SIGNED:	08/05/2015		
Total Attachments: 17			
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UCC FINANCING STATEMENT AMENDMENT

FOLLOW INSTRUCTIONS

A. NAME & PHONE OF CONTACT AT FILER (optional) Phone: (214) 964-9457 Fax: (214) 964-9501	
B. E-MAIL CONTACT AT FILER (optional) steven.patterson@hklaw.com	
C. SEND ACKNOWLEDGMENT TO: (Name and Address) 26033 - GEHF C/O	
Holland & Knight 200 Crescent Court Suite 1600 Dallas, TX 75201	CALI
File with: Secretary of State, CA	

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1a. INITIAL FINANCING STATEMENT FILE NUMBER
137379927058 9/27/2013 SS CA

1b. This FINANCING STATEMENT AMENDMENT is to be filed [for record] (for recorded) in the REAL ESTATE RECORDS
Filer: submit Amendment Addendum (Form UCC3Ad) and provide Debtor's name in item 13

2. TERMINATION: Effectiveness of the Financing Statement identified above is terminated with respect to the security interest(s) of Secured Party authorizing this Termination Statement

3. ASSIGNMENT (full or partial): Provide name of Assignee in item 7a or 7b, and address of Assignee in item 7c and name of Assignor in item 9
For partial assignment, complete items 7 and 8 and also indicate affected collateral in item 8

4. CONTINUATION: Effectiveness of the Financing Statement identified above with respect to the security interest(s) of Secured Party authorizing this Continuation Statement is continued for the additional period provided by applicable law

5. PARTY INFORMATION CHANGE:
Check one of these two boxes: Debtor or Secured Party of record
AND Check one of these three boxes to:
CHANGE name and/or address: Complete item 8a or 8b, and item 7a or 7b and item 7c; ADD name: Complete item 7a or 7b, and item 7c; DELETE name: Give record name to be deleted in item 8a or 8b

6. CURRENT RECORD INFORMATION. Complete for Party Information Change - provide only one name (8a or 8b)

8a. ORGANIZATION'S NAME

OR

8b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
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7. CHANGED OR ADDED INFORMATION: Complete for Assignment or Party Information Change - provide only one name (7a or 7b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name)

7a. ORGANIZATION'S NAME

OR

7b. INDIVIDUAL'S SURNAME

INDIVIDUAL'S FIRST PERSONAL NAME

INDIVIDUAL'S ADDITIONAL NAME(S)/INITIAL(S)

SUFFIX

7c. MAILING ADDRESS

CITY

STATE

POSTAL CODE

COUNTRY

8. COLLATERAL CHANGE: Also check one of these four boxes: ADD collateral DELETE collateral RESTATE covered collateral ASSIGN collateral
Indicate collateral:
FOR THE COLLATERAL TO BE RELEASED SEE EXHIBIT A ATTACHED HERETO AND INCORPORATION HEREIN BY THIS REFERENCE.

9. NAME OF SECURED PARTY OF RECORD AUTHORIZING THIS AMENDMENT: Provide only one name (9a or 9b) (name of Assignor, if this is an Assignment)
If this is an Amendment authorized by a DEBTOR, check here and provide name of authorizing Debtor

9a. ORGANIZATION'S NAME
GENERAL ELECTRIC CAPITAL CORPORATION, AS AGENT

OR

9b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
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10. OPTIONAL FILER REFERENCE DATA: Debtor Name: CLEARBENEFITS.COM, INC.
57596747 074770.09022

EXHIBIT A TO UCC-3 COLLATERAL AMENDMENT

The following assets (other than the Excluded Assets) of Debtor (the "Released Assets")

- (a) All Receivables;
- (b) Transferred IP and Transferred Owned IP, as shown on Schedule 1.1(b);
- (c) IT assets identified on Schedule 1.1(c) (the "IT Assets");
- (d) All rights in, to and under (i) the customer, carrier and broker Contracts set forth on Schedule 1.1(d), but specifically excluding cash payment for services rendered prior to March 13, 2015 (collectively, the "Assumed Customer Contracts") and (ii) the Business Contracts set forth on Schedule 1.1(d) (together with the Assumed Customer Contracts, the "Assumed Contracts");
- (e) All claims against third parties to the extent relating to the Released Assets, including as set forth in Schedule 1.1(e);
- (f) All material books, files, databases, documents and records to the extent related to the Released Assets (the "Books and Records"); and
- (g) All goodwill relating to any Released Assets.

The terms used herein have the following meanings:

"Business" means the cloud-based benefits administration software platform businesses of Debtor known as "Clear Benefits" and "CB Direct" (but excluding for the avoidance of doubt other businesses of Debtor such as SyncHR).

"Business Contract" means any vendor or service provider Contract (other than the Assumed Customer Contracts) by which Debtor is bound and which relates to the Business or the Released Assets, and which shall be released as set forth on Schedule 1.1(d).

"Contract" means any legally binding contract, agreement, arrangement, commitment, undertaking, instrument, permit, mortgage, license, sublicense, letter of intent, quotation, statement of work, contract order or purchase order (in each case, whether oral or in writing).

"Excluded Assets" means (a) all rights in, to and under the contracts set forth on Schedule 1.2(a) (collectively, the "Excluded Contracts") and the other assets set forth on Schedule 1.2(a); (b) all accounts and notes receivables other than the Receivables; (c) all deposits, advances, advance payments, and

nonrefundable prepaid revenue pertaining to the Assumed Contracts and the Business arising prior to March 13, 2015, other than that portion of the same relating to or applying to periods

after March 13, 2015; and (d) all assets, properties, rights, titles and interests of Debtor that are not Released Assets.

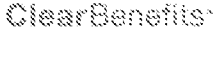
“Intellectual Property” means and includes inventions (whether patentable or not), invention disclosures, improvements, trade secrets, proprietary information, know how, schematics, technology, process and manufacturing information, research and development data, technical data and customer lists, supplier lists, proprietary processes and formulae, works of authorship, software source code and object code, firmware, middleware, hardware description language code, netlists, databases, design databases, design methodologies, design schematics, ASICs, cores, transceivers, interconnects, equalizers, algorithms, net lists, architectures, structures, screen displays and user interfaces (including “look-and-feel”), images, layouts, development tools, designs, blueprints, specifications, technical drawings (or similar information in electronic format) and all documentation and media constituting, describing, embodying or relating to any of the foregoing, including manuals, programmers’ notes, memoranda and files, records and data, all media on which any of the foregoing is recorded, and all Internet addresses, sites (and all content contained therein) and domain names and all documentation relating to any of the foregoing.

“IP Rights” means any and all of the following and all rights in, arising out of, or associated therewith throughout the world including any registrations or applications therefor: (i) all patents and applications therefor and all reissues, divisions, renewals, extensions, provisionals, continuations and continuations-in-part thereof (“Patents”); (ii) all trade secrets, proprietary information and know how; (iii) all copyrights, copyrights registrations and applications therefor and all other rights corresponding thereto (“Copyrights”); (iv) all mask works, mask work registrations and applications therefor; (v) all industrial designs, design patents and registered designs and any registrations and applications therefor; (vi) all trade names, logos, slogans, common law trademarks and service marks; trademark and service mark registrations and applications therefor and all goodwill associated therewith (“Trademarks”); (vii) all Internet domain name applications and registrations, Internet and World Wide Web URLs or addresses (“Domain Names”); and (viii) any similar, corresponding or equivalent rights to any of the foregoing.

“Receivables” means all accounts and notes receivables arising after March 13, 2015 under the Assumed Contracts, provided, however, that outstanding accounts and notes receivable payable with respect to a period of time commencing prior to March 13, 2015 and ending following March 13, 2015, Receivables shall include the pro rata portion of such accounts and notes receivables applicable to the period of time following March 13, 2015.

“Transferred IP” means all Intellectual Property and IP Rights that are owned by or licensed to Debtor and that are being used in the Business.

“Transferred Owned IP” means all IP Rights that are Transferred IP and that are owned by Debtor.

<u>IP Type</u>	<u>Application / Serial Number / Description</u>	<u>Title / Mark / License</u>
Trademark	U.S. Service Mark Registration No. 2492311	"ClearBenefits"
Trademark	U.S. Service Mark Registration No. 2492311	 Logo
Internet address	n/a	ClearBenefits.com
ClearBenefits	<p>SaaS based rules-based benefits administration software platform built on .NET framework and Oracle Database. The software platform provides, without limitation:</p> <ul style="list-style-type: none">• Handling for broad set of benefit plans beyond core benefits• Comprehensive Open Enrollment engine for communicating, managing and tracking the entire OE process• Comprehensive benefits administration tools designed to make sure everything is properly tracked, verified, and communicated• Evidence of Insurability Tracking• Overage Dependent Tracking• Life Event Verification Tracking• Open Enrollment Tracking• Onboarding tool with workflow management• Premium billing auditing tool• FSA and HSA enrollment modules• Custom content management tools• Benefits statement functionality	

IT Assets
Schedule: 1.1(c)

<u>Employee</u>	<u>Computer Name</u>	<u>Model</u>	<u>Operating System</u>	<u>Productivity Software</u>	<u>Type</u>	<u>Service Tag</u>
Aileen Merquillo	AMerquillo-XPS	Dell XPS14z	Windows 7	Office 2010 H&S	Laptop	G9DSCS1
Andrea Buffkin	Abuffkin-PC	Dell Inspiron 15	Windows 7 /Office 365Pro	Office 365Pro Subsc - 2010	Laptop	68H6SX1
Angelique Roja	AROH-PC	Dell-Inspiron 15-5547	Windows 8	Office 365Pro	Desktop	3XDL602
Carol Covey	Ccovey-LT	Dell-Inspiron 5547 silver touch	Windows 8	Office 2010 H&S	Laptop	7ZTZSZ1
Cathy Meador	Cmeador-XPS14	Dell XPS14z	Windows 7	Office 2010 H&S	Laptop	FY3TCS1
Christina Sheppard	Csheppard-XPS14	Dell XPS14z	Windows 7	Office 2010 H&S	Laptop	J915DS1
Deborah Holmes	DHOLMES-PC	Dell Inspiron 15	Windows 7 /Office 365Pro	Office 365Pro	Laptop	1FHRPX1
Denise Lopez	DLOPEZ-E6420	Dell Latitude 6420	Windows 7	Office 2010 H&S	Laptop	22846R1
Denise Lopez	DLOPEZ-LT	Dell Inspiron 15 Model 5547 Silver	Windows 8.1	Office 365Pro	Laptop	49PK602
Donna Baybin	DBAYBIN-PC	Dell-Inspiron 15-5547	Windows 8	Office 2010 H&S	Laptop	HBXM602
Erabelle Miclat	EMICLAT-E6420	Dell Latitude 6420	Windows 7	Office 2010 H&S	Laptop	2R946R1
Imelda Miclat	MMICLAT-XPS14	Dell XPS14z	Windows 7	Office 2010 H&S	Laptop	2605DS1
Janet Clinton	Jclinton-XPS14	Dell XPS14z	Windows 7	Office 2010 H&S	Laptop	D815DS1
Javier Alvarez	JALVAREZ-E5510	Dell Latitude E5510	Windows 7 Pro	Office 2010 H&S	Laptop	48LN8N1
Jessica Long	WIN7-JLONG	Dell-Inspiron 15-5547	Windows 8	Office 365Pro	Desktop	8QFS702
Kim Torres	KTorres-LT	Dell Inspiron 15	Windows 7	Office 365 Pro 2013	Laptop	4DHRPX1
Kimberly Claus	Kclaus-XPS14	Dell XPS14z	Windows 7	Office 2010 H&S	Laptop	G6HTCS1
Louise Kingston	Lkingston-LT	Dell Inspiron 15	Windows 7 /Office 365Pro	Office 2010 H&S	Laptop	2MHRPX1
Madeline Bottari	MBOTTARI-PC	Dell Inspiron 15	Windows 7 /Office 365Pro	Office 2010 H&S	Laptop	JONRQX1
Manuela Gardea	MGARDEA-PC	Dell Latitude E6400	Windows XP SP3	Office 2010 H&S	Laptop	2TMLDH1
Maribel Medina	MMEDINA-PC	Dell Inspiron 15	Windows 7 /Office 365Pro	Office 365Pro Subsc - 2010	Laptop	G7H6SX1
Quang Huynh	QHUANG-PC	Dell Inspiron 15	Windows 7 /Office 365Pro	Office 2010 H&S	Laptop	CDHRPX1

Tammy Halter	thalter-PC	Dell Optiplex 3010	Windows 7 SP2 / Office 2013 / Acrobat XI	Office 2013	Desktop	BYYYNV1
Thomas Fritz	TFritz-XPS14	Dell- XPS14	Windows 7	Office 2010 H&S	Laptop	FRVTCS1
Danielle Settle	Drobles-XPS14	Dell XPS14z	Windows 7	Office 2010 H&S	Laptop	6V3TCS1
Beca Torncho	Btomcho-XPS14	Dell XPS14z	Windows 7	Office 2010 H&S	Laptop	7915DS1

Assumed Contracts
Schedule: 1.1(d)

<u>Company</u>	<u>Description*</u>	<u>Date of Execution</u>
3Q Digital LLC	Benu, Inc. Service Agreement	10/23/2013
3Q Digital LLC	Consolidated Billing Addendum to Benu, Inc. Service Agreement	10/23/2013
A10 Networks	Benu, Inc. Service Agreement	10/15/2013
A10 Networks	Consolidated Billing Addendum to Benu, Inc. Service Agreement	10/15/2013
ABD Insurance & Financial Services	Proposed Pricing Terms/Terms of License Agreement (signed)	3/21/2001
ABD Insurance & Financial Services	Clients covered under the ABD License Agreement	NA
Acer America Corporation	ClearBenefits Service Agreement	9/15/2008
Acer America Corporation	Amendment to Service Agreement	11/24/2010
Acer America Corporation	Amendment to Service Agreement	9/24/2012
Achievers	Benu, Inc. Service Agreement	2/3/2014
Achievers	Consolidated Billing Addendum to Benu, Inc. Service Agreement	2/3/2014
Adaptive Planning	ClearBenefits Service Agreement	9/16/2011
Adaptive Planning	Amendment to Service Agreement	9/25/2013
Advent Software	ClearBenefits Service Agreement	7/28/2010
AlienVault, Inc.	Benu, Inc. Service Agreement	10/30/2013
AlienVault, Inc.	Consolidated Billing Addendum to Benu, Inc. Service Agreement	10/30/2013
Alliance Credit Union	ClearBenefits Service Agreement	1/19/2011
Alliant International University	ClearBenefits Service Agreement	9/29/2011
American Enterprise Group	ClearBenefits Service Agreement	4/9/2009
American Enterprise Group	Amendment to Service Agreement	7/19/2009
Anki	Benu, Inc. Service Agreement	11/5/2014
Anki	Consolidated Billing Addendum to Benu, Inc. Service Agreement	11/5/2014
AppDirect	Benu, Inc. Service Agreement	1/25/2013
AppDynamics	Benu, Inc. Service Agreement	11/18/2013
AppDynamics	Consolidated Billing Addendum to Benu, Inc. Service Agreement	11/18/2013
AppLovin	Benu, Inc. Service Agreement	11/19/2014
AppTus	Benu, Inc. Service Agreement	8/25/2014
Atlantis Computing	Benu, Inc. Service Agreement	10/3/2013
Attainia, Inc.	Benu, Inc. Service Agreement	2/3/2014
Attainia, Inc.	Consolidated Billing Addendum to Benu, Inc. Service Agreement	2/3/2014
Automatic Labs	Benu, Inc. Service Agreement	12/3/2014
Ayasdi	Benu, Inc. Service Agreement	5/6/2013
Ayasdi	Consolidated Billing Addendum to Benu, Inc. Service Agreement	5/6/2013
Azul Systems, Inc.	ClearBenefits Service Agreement	8/23/2010
Baidu USA	Benu, Inc. Service Agreement	12/3/2014
Bailard, Inc.	ClearBenefits Service Agreement	2/24/2006
BDNA	Benu, Inc. Service Agreement	1/21/2015
BDNA	Consolidated Billing Addendum to Benu, Inc. Service Agreement	1/21/2015
BIT Systems, Inc.	ClearBenefits Service Agreement	3/31/2011
blinkx, Inc.	ClearBenefits Service Agreement	2/23/2010
Blue Coat Systems	ClearBenefits Service Agreement	8/25/2005
Blue Coat Systems	Amendment to Service Agreement	6/2/2010

Blue Coat Systems	Amendment to Service Agreement	7/16/2013
BrightEdge Technologies	Benu, Inc. Service Agreement	11/19/2013
BrightEdge Technologies	Consolidated Billing Addendum to Benu, Inc. Service Agreement	11/19/2013
Bumble Bee Foods	ClearBenefits Service Agreement	6/5/2008
Bumble Bee Foods	Amendment to Service Agreement	9/15/2010
Burr Pilger Mayer	ClearBenefits Service Agreement	3/6/2009
Burr Pilger Mayer	Amendment to Service Agreement	8/20/2010
Burr Pilger Mayer	Consolidated Billing Addendum to ClearBenefits Service Agreement	4/11/2012
Burr Pilger Mayer	Amendment to Service Agreement	2/20/2013
Calix Networks, Inc.	ClearBenefits Service Level Agreement	11/5/2008
Calix Networks, Inc.	Amendment No. 1 to Service Agreement	5/15/2009
Calix Networks, Inc.	ClearBenefits Service Agreement	5/21/2009
Calix Networks, Inc.	Amendment to Service Agreement	8/19/2013
Calypso Technology, Inc.	ClearBenefits Service Agreement	5/25/2008
Calypso Technology, Inc.	Consolidated Billing Addendum to ClearBenefits Service Agreement	1/16/2012
Cardiva Medical, Inc.	ClearBenefits Service Agreement	4/13/2007
Carrier IQ	ClearBenefits Service Agreement	4/18/2008
Centrify Corporation	ClearBenefits Service Agreement	9/16/2006
Centrify Corporation	Amendment to Service Agreement	11/15/2010
Chegg, Inc.	Benu, Inc. Service Agreement	10/28/2013
Chegg, Inc.	Consolidated Billing Addendum to Benu, Inc. Service Agreement	10/28/2013
Chelsio Communications	ABD license agreement	3/21/2001
Chicken of the Sea	Benu, Inc. Service Agreement	6/3/2013
Circlepoint	ClearBenefits Service Agreement	5/6/2011
CliniComp, Intl.	ClearBenefits Service Agreement	7/15/2012
Cloudera	Benu, Inc. Service Agreement	10/21/2013
Cloudera	Consolidated Billing Addendum to Benu, Inc. Service Agreement	10/21/2013
CloudFlare	Benu Service Agreement	1/20/2014
CommuniCare Health Services	Neace license agreement	NA
Conversica, Inc. (AVA Technology)	Benu, Inc. Service Agreement	1/7/2014
Conversica, Inc. (AVA Technology)	Consolidated Billing Addendum to Benu, Inc. Service Agreement	1/7/2014
Conversica, Inc. (AVA Technology)	Amendment to Service Agreement	10/28/2014
Cook Inlet Region	ClearBenefits Service Agreement	4/18/2011
Cook Inlet Region	Business Associate Agreement Addendum	8/21/2011
Coraid	Benu, Inc. Service Agreement	1/29/2014
Coraid	Consolidated Billing Addendum to Benu, Inc. Service Agreement	1/29/2014
Counsyl	Benu, Inc. Service Agreement	11/18/2013
Counsyl	Consolidated Billing Addendum to Benu, Inc. Service Agreement	11/18/2013
Crestview Rehabilitation	Neace license agreement	NA
Crowdfunder, Inc.	Benu, Inc. Service Agreement	3/26/2014
Crowdfunder, Inc.	Consolidated Billing Addendum to Benu, Inc. Service Agreement	3/26/2014
Crystal Dynamics, Inc.	Benu, Inc. Service Agreement	8/23/2013
Crystal Dynamics, Inc.	Consolidated Billing Addendum to Benu, Inc. Service Agreement	8/23/2013
Data Stax	Benu, Inc. Service Agreement	10/28/2014
Data Stax	Consolidated Billing Addendum to Benu, Inc. Service Agreement	10/28/2014
Delta Energy Resources, LLC	ClearBenefits Service Agreement	5/29/2012
Demandbase	Benu, Inc. Service Agreement	11/18/2013
Demandbase	Consolidated Billing Addendum to Benu, Inc. Service Agreement	11/18/2013

Dialog Semiconductor	Benu, Inc. Service Agreement	12/6/2013
Dialog Semiconductor	Consolidated Billing Addendum to Benu, Inc. Service Agreement	12/6/2013
Digital Insight Corporation	Benu, Inc. Service Agreement	7/30/2013
Digital Insight Corporation	Consolidated Billing Addendum to Benu, Inc. Service Agreement	8/16/2013
Dimension Data Cloud Solutions, Inc.	Benu, Inc. Service Agreement	8/14/2013
Dimension Data Cloud Solutions, Inc.	Consolidated Billing Addendum to Benu, Inc. Service Agreement	8/14/2013
DNAexus	Melita license agreement	9/9/2013
Dolby Laboratories, Inc.	ClearBenefits Service Agreement	4/8/2010
Double Dutch	Benu, Inc. Service Agreement	10/15/2014
Double Dutch	Consolidated Billing Addendum to Benu, Inc. Service Agreement	10/15/2014
DROBO fka Data Robotics	Broker Addendum	3/23/2011
DROBO fka Data Robotics	ClearBenefits Service Agreement	3/23/2011
DROBO fka Data Robotics	Service Agreement & Performance Guarantee	3/23/2011
Dropbox	Benu, Inc. Service Agreement	12/6/2013
Dropbox	Consolidated Billing Addendum to Benu, Inc. Service Agreement	12/6/2013
Eastside College Preparatory School	ClearBenefits Service Agreement	8/14/2006
Eastside College Preparatory School	Amendment to Service Agreement	12/13/2010
Electric Cloud	ClearBenefits Service Agreement	3/16/2010
EMQ FamiliesFirst	Benu Service Agreement	5/9/2014
Entropic Communications, Inc.	ClearBenefits Service Agreement	10/22/2009
Entropic Communications, Inc.	Amendment to Service Agreement	9/24/2013
Equinix, Inc.	ClearBenefits Service Agreement	6/24/2011
Equinix, Inc.	Amendment to Service Agreement	11/12/2012
Exablox, Inc.	Benu, Inc. Service Agreement	9/10/2013
Exablox, Inc.	Consolidated Billing Addendum to Benu, Inc. Service Agreement	9/10/2013
Extreme Networks, Inc.	ClearBenefits Service Agreement	12/5/2009
Extreme Networks, Inc.	Amendment to Service Agreement	1/15/2013
Eye-Fi, Inc.	Benu, Inc. Service Agreement	12/10/2013
Eye-Fi, Inc.	Consolidated Billing Addendum to Benu, Inc. Service Agreement	12/10/2013
Farmers & Merchants Bank of Long Beach	ClearBenefits Service Agreement	7/10/2012
Fastly, Inc.	Benu, Inc. Service Agreement	6/13/2014
Fastly, Inc.	Business Associate Agreement	6/13/2014
Fastly, Inc.	Consolidated Billing Addendum to Benu, Inc. Service Agreement	6/13/2014
Firespotter Labs (Switch Communications)	Benu, Inc. Service Agreement	4/21/2014
Firespotter Labs (Switch Communications)	Consolidated Billing Addendum to Benu, Inc. Service Agreement	4/21/2014
Firespotter Labs (Switch Communications)	Amendment to Service Agreement	10/6/2014
Firetide, Inc.	Benu Service Agreement	9/24/2013
FirstRain, Inc.	Benu, Inc. Service Agreement	6/30/2014
Fitbit, Inc.	Benu, Inc. Service Agreement	11/25/2013
Fitbit, Inc.	Consolidated Billing Addendum to Benu, Inc. Service Agreement	11/25/2013
Fluor	Benesolv Contract (product name under the Neace License Agreement)	8/16/2011
ForgeRock	Benu, Inc. Service Agreement	4/2/2014
Funny or Die	Benu, Inc. Service Agreement	11/8/2013
Funny or Die	Consolidated Billing Addendum to Benu, Inc. Service Agreement	11/8/2013
Future US, Inc.	ClearBenefits Service Agreement	3/26/2009
Future US, Inc.	Amendment to Service Agreement	8/19/2009
Future US, Inc.	Amendment to Service Agreement	11/4/2010
Gary D Nelson and Associates (fka ABE Services)	ClearBenefits Service Agreement	7/18/2005

Gazillion Entertainment	ClearBenefits Service Agreement	5/15/2009
Gazillion Entertainment	Consolidated Billing Addendum to ClearBenefits Service Agreement	5/15/2009
Goodwill of San Francisco, Marin, and San Mateo	ClearBenefits Service Agreement	4/19/2011
Grabit	Melita license agreement	9/9/2013
Grand Rounds	Benu, Inc. Service Agreement	12/10/2014
Grand Rounds	Consolidated Billing Addendum to Benu, Inc. Service Agreement	12/10/2014
Hacker Rank	Benu, Inc. Service Agreement	12/10/2014
Hacker Rank	Consolidated Billing Addendum to Benu, Inc. Service Agreement	12/10/2014
Heard, McElroy, & Vestal, LLC	Benu, Inc. Service Agreement	5/2/2013
Heritage Medical Associates, P.C.	ClearBenefits Service Agreement	9/2/2008
Heritage Medical Associates, P.C.	Amendment to Service Agreement	10/28/2010
Hightail, Inc.	Benu, Inc. Service Agreement	11/18/2013
Hightail, Inc.	Consolidated Billing Addendum to Benu, Inc. Service Agreement	11/18/2013
Hipmunk	Benu, Inc. Service Agreement	12/17/2014
Hipmunk	Consolidated Billing Addendum to Benu, Inc. Service Agreement	12/17/2014
Hired	Benu, Inc. Service Agreement	10/28/2014
Hired	Consolidated Billing Addendum to Benu, Inc. Service Agreement	10/28/2014
Hitachi	Consolidated Billing Addendum to ClearBenefits Service Agreement	1/29/2009
Hitachi	ClearBenefits Service Agreement	5/11/2010
Homejoy	Benu, Inc. Service Agreement	1/29/2014
Homejoy	Consolidated Billing Addendum to Benu, Inc. Service Agreement	1/29/2014
Humble Bundle	Benu, Inc. Service Agreement	5/2/2014
Humble Bundle	Consolidated Billing Addendum to Benu, Inc. Service Agreement	5/2/2014
IMVU	Benu, Inc. Service Agreement	12/3/2014
IMVU	Consolidated Billing Addendum to Benu, Inc. Service Agreement	12/3/2014
Inside Source	Contract negotiations in progress	NA
Intacct Corporation	Benu, Inc. Service Agreement	10/15/2013
Intacct Corporation	Consolidated Billing Addendum to Benu, Inc. Service Agreement	10/15/2013
IP Infusion	ABD license agreement	3/21/2001
iParadigms, LLC	Benu, Inc. Service Agreement	6/20/2013
iParadigms, LLC	Consolidated Billing Addendum to Benu, Inc. Service Agreement	6/20/2013
Jozu (Octopus Holdings)	Benefits Automation & Administration Services	7/20/2010
Jozu (Octopus Holdings)	Amendment to Service Agreement	8/19/2010
Jozu (Octopus Holdings)	ClearBenefits Service Agreement	8/25/2010
		on or about the Agreement Date
Kaiser Foundation Health Plan	Multi-State Services Agreement	
Kenandy, Inc.	Benu, Inc. Service Agreement	11/1/2013
Kenandy, Inc.	Consolidated Billing Addendum to Benu, Inc. Service Agreement	11/1/2013
Keynote Systems, Inc.	Benu, Inc. Service Agreement	11/1/2013
Keynote Systems, Inc.	Consolidated Billing Addendum to Benu, Inc. Service Agreement	11/1/2013
Kineto Wireless	ClearBenefits Service Agreement	8/3/2007
Kineto Wireless	Consolidated Billing Addendum to ClearBenefits Service Agreement	12/10/2014
KIXEYE	Benu, Inc. Service Agreement	12/3/2013
KIXEYE	Consolidated Billing Addendum to Benu, Inc. Service Agreement	12/3/2013
Lam Research Corporation	ClearBenefits Service Agreement	6/8/2009
Lam Research Corporation	Total Compensation Statements Addendum to Service Agreement	11/22/2010
Lam Research Corporation	Amendment to Service Agreement	11/11/2013

Leland Stanford Junior University	ClearBenefits Service Agreement	10/14/2010
Leland Stanford Junior University	Amendment to Service Agreement	11/18/2013
Liberty Bank	Melita license agreement	9/9/2013
LiveRamp	Benu, Inc. Service Agreement	11/18/2013
LiveRamp	Consolidated Billing Addendum to Benu, Inc. Service Agreement	11/18/2013
Logix Federal Credit Union (Lockheed Employment)	ClearBenefits Service Agreement	8/29/2011
Lumenis	ClearBenefits Service Agreement	11/15/2010
Lumos Labs	Benu, Inc. Service Agreement	10/23/2013
Lumos Labs	Consolidated Billing Addendum to Benu, Inc. Service Agreement	10/23/2013
Lyft	Benu, Inc. Service Agreement	11/18/2013
Lyft	Consolidated Billing Addendum to Benu, Inc. Service Agreement	11/18/2013
Machine Zone	Benu, Inc. Service Agreement	10/23/2013
Machine Zone	Consolidated Billing Addendum to Benu, Inc. Service Agreement	10/23/2013
Marketo, Inc.	Benu, Inc. Service Agreement	11/19/2013
Marketo, Inc.	Consolidated Billing Addendum to Benu, Inc. Service Agreement	11/19/2013
MBH Architects	ClearBenefits Service Agreement	9/7/2012
McGraw Group	ClearBenefits Service Agreement	8/28/2012
McMorgan & Company, Inc.	Benu, Inc. Service Agreement	10/3/2013
MedeFinance, Inc. (MedeAnalytics)	ClearBenefits Service Agreement	4/11/2006
Melita Group	License Agreement	7/1/2013
Melita Group	License Agreement Amendment	9/9/2013
Melita Group	Amendment to Service Agreement	9/9/2013
Melita Group	Clients covered under the Melita License Agreement	NA
Metromile, Inc.	Benu, Inc. Service Agreement	10/28/2013
Metromile, Inc.	Consolidated Billing Addendum to Benu, Inc. Service Agreement	10/28/2013
MicroPort Orthopedics, Inc.	Benu, Inc. Service Agreement	9/16/2013
Million Air Dallas	ClearBenefits Service Agreement	6/28/2012
Mindsnacks	Benu, Inc. Service Agreement	8/12/2013
Mindsnacks	Consolidated Billing Addendum to Benu, Inc. Service Agreement	8/12/2013
Mirantis, Inc.	Benu, Inc. Service Agreement	2/26/2014
Mixpanel, Inc.	Benu, Inc. Service Agreement	6/10/2014
Mixpanel, Inc.	Consolidated Billing Addendum to Benu, Inc. Service Agreement	6/10/2014
MLSListings, Inc.	ClearBenefits Service Agreement	6/28/2010
Motif Investing	Benu, Inc. Service Agreement	10/7/2013
Motif Investing	Consolidated Billing Addendum to Benu, Inc. Service Agreement	10/7/2013
Mozilla Corporation	ClearBenefits Service Agreement	10/1/2009
Mozilla Corporation	Consolidated Billing Addendum to ClearBenefits Service Agreement	10/1/2009
MyVest	Benu, Inc. Service Agreement	12/3/2014
Neace Lukens	License Agreement	7/14/2004
Neace Lukens	License Agreement Amendment	4/14/2014
Neace Lukens (Assured NL Insurance Services)	Amendment to Service Agreement	4/14/2014
Neace Lukens (Assured NL Insurance Services)	Clients covered under the Neace License Agreement	NA
Nexant, Inc.	Benu, Inc. Service Agreement	8/19/2013
Nexant, Inc.	Consolidated Billing Addendum to Benu, Inc. Service Agreement	8/23/2013
Nexant, Inc.	Amendment to Service Agreement	10/3/2013
NextNav, LLC	Benu, Inc. Service Agreement	8/6/2014
Nitro Software, Inc.	Benu, Inc. Service Agreement	11/19/2014
Nitro Software, Inc.	Consolidated Billing Addendum to Benu, Inc. Service Agreement	11/19/2014

Nlyte Software	Melita license agreement	9/9/2013
Nor1	Benu, Inc. Service Agreement	1/7/2015
Nor1	Consolidated Billing Addendum to Benu, Inc. Service Agreement	1/7/2015
NYAP	ClearBenefits Service Agreement	9/21/2011
Ohio Medical Investments, LLC	Services Agreement (through Exhibit A-2)	10/23/2013
Ohio Medical Investments, LLC	Services Agreement (Exhibit B)	NA
Okta, Inc.	Benu, Inc. Service Agreement	10/15/2013
Okta, Inc.	Consolidated Billing Addendum to Benu, Inc. Service Agreement	10/15/2013
Omnilife Systems	ClearBenefits Service Agreement	4/12/2007
Ooyala, Inc.	Consolidated Billing Addendum to Benu, Inc. Service Agreement	11/18/2013
Ooyala, Inc.	Benu, Inc. Service Agreement	11/19/2013
Pac-12 Enterprises, LLC	Benu, Inc. Service Agreement	7/26/2013
Pacific Pulmonary Services	ClearBenefits Service Agreement	3/23/2007
Package Unlimited	Neace license agreement	NA
PCH Interantional	Benu, Inc. Service Agreement	12/17/2014
PCH Interantional	Consolidated Billing Addendum to Benu, Inc. Service Agreement	12/17/2014
Pearl.com (JustAnswer)	Benu, Inc. Service Agreement	12/6/2013
Pearl.com (JustAnswer)	Consolidated Billing Addendum to Benu, Inc. Service Agreement	12/6/2013
Pearl.com (JustAnswer)	Amendment to Service Agreement	4/21/2014
Personalis	ABD license agreement	3/21/2001
Personalized Beauty Discovery dba Ipsy	Contract negotiations in progress	NA
Personalized Beauty Discovery dba Ipsy	Contract negotiations in progress	NA
Picaboo	Melita license agreement	9/9/2013
Planet Labs	Benu, Inc. Service Agreement	11/12/2014
Plexxikon, Inc.	ClearBenefits Service Agreement	6/4/2008
Pocket Gems, Inc.	Benu, Inc. Service Agreement	12/3/2013
Pocket Gems, Inc.	Consolidated Billing Addendum to Benu, Inc. Service Agreement	12/3/2013
Premier Retail Networks	ClearBenefits Service Agreement	3/12/2009
Premier Retail Networks	Consolidated Billing Addendum to ClearBenefits Service Agreement	3/12/2009
PriMed Management Consulting Services, Inc.	ClearBenefits Service Agreement	4/14/2011
Prosper Marketplace, Inc.	Consolidated Billing Addendum to Benu, Inc. Service Agreement	6/30/2014
Prosper Marketplace, Inc.	Benu, Inc. Service Agreement	7/7/2014
Provident Funding Associates	ClearBenefits Service Agreement	6/10/2009
Provident Funding Associates	Amendment to Service Agreement	11/15/2010
Pubmatic	Benu, Inc. Service Agreement	11/25/2013
Pubmatic	Consolidated Billing Addendum to Benu, Inc. Service Agreement	11/25/2013
Quantcast	Benu, Inc. Service Agreement	9/3/2014
Quantcast	Consolidated Billing Addendum to Benu, Inc. Service Agreement	9/3/2014
Quri, inc.	Benu, Inc. Service Agreement	12/3/2014
Quri, inc.	Consolidated Billing Addendum to Benu, Inc. Service Agreement	12/3/2014
RepairPal, Inc.	Benu, Inc. Service Agreement	5/17/2013
RepairPal, Inc.	Consolidated Billing Addendum to Benu, Inc. Service Agreement	5/17/2013
Replicon	Benu, Inc. Service Agreement	12/4/2013
Replicon	Consolidated Billing Addendum to Benu, Inc. Service Agreement	12/4/2013
Reputation.com	Benu, Inc. Service Agreement	1/21/2015
Reputation.com	Consolidated Billing Addendum to Benu, Inc. Service Agreement	1/21/2015
RetailNext	Benu, Inc. Service Agreement	8/1/2013
RetailNext	Consolidated Billing Addendum to Benu, Inc. Service Agreement	8/1/2013

RingCentral	Benu, Inc. Service Agreement	8/24/2013
RingCentral	Amendment to Service Agreement	11/8/2013
RingCentral	Consolidated Billing Addendum to Benu, Inc. Service Agreement	11/8/2013
RingCentral	Information Security Attachment	NA
ROBLOX Corporation	Benu, Inc. Service Agreement	7/30/2013
ROBLOX Corporation	Consolidated Billing Addendum to Benu, Inc. Service Agreement	7/30/2013
Rocket Lawyer	Benu, Inc. Service Agreement	11/19/2014
Rocket Lawyer	Consolidated Billing Addendum to Benu, Inc. Service Agreement	11/19/2014
Rombauer	Contract negotiations in progress	NA
San Francisco AIDS Foundation	ClearBenefits Service Agreement	4/23/2012
Sangamo BioSciences, Inc.	ClearBenefits Service Agreement	4/11/2010
SeaBright Insurance Holdings, Inc.	ClearBenefits Service Agreement	10/29/2008
Sequoia	Sequoia Agreement	10/27/2014
ServiceMax	Benu, Inc. Service Agreement	11/18/2013
ServiceMax	Consolidated Billing Addendum to Benu, Inc. Service Agreement	11/18/2013
Shazam	Benu, Inc. Service Agreement	12/12/2014
SideCar	Benu, Inc. Service Agreement	10/3/2013
SideCar	Consolidated Billing Addendum to Benu, Inc. Service Agreement	10/3/2013
Sigma Designs, Inc.	Benu, Inc. Service Agreement	6/24/2014
Sigma Designs, Inc.	Consolidated Billing Addendum to Benu, Inc. Service Agreement	6/24/2014
Silicon Valley Faces	ClearBenefits Service Agreement	2/19/2010
Silk Road	Contract negotiations in progress	NA
Silver Spring Networks	Employee Benefits Consulting Agreement	10/21/2009
Silver Spring Networks	ClearBenefits Service Agreement	10/29/2009
Skytree	Melita license agreement	9/9/2013
Smartzip Analytics	Benu, Inc. Service Agreement	2/9/2015
Smartzip Analytics	Consolidated Billing Addendum to Benu, Inc. Service Agreement	2/9/2015
Soraa Lazer Diode	Melita license agreement	9/9/2013
Soraa, Inc.	Clear Benefits Service Agreement	11/29/2011
Sound Hound	Benu, Inc. Service Agreement	12/10/2014
Sound Hound	Consolidated Billing Addendum to Benu, Inc. Service Agreement	12/10/2014
Square Enix, Inc.	Benu, Inc. Service Agreement	12/6/2013
Square Enix, Inc.	Consolidated Billing Addendum to Benu, Inc. Service Agreement	12/6/2013
Stacy and Witbeck, Inc.	Benu, Inc. Service Agreement	5/10/2013
Steelwedge Software, Inc.	Benu, Inc. Service Agreement	11/18/2013
Steelwedge Software, Inc.	Consolidated Billing Addendum to Benu, Inc. Service Agreement	11/18/2013
Stites & Harbison PLLC	Services Agreement	1/8/2014
Storm8, Inc.	Benu, Inc. Service Agreement	10/23/2013
Storm8, Inc.	Consolidated Billing Addendum to Benu, Inc. Service Agreement	10/23/2013
Streetline	Benu, Inc. Service Agreement	11/8/2013
Streetline	Consolidated Billing Addendum to Benu, Inc. Service Agreement	11/8/2013
Stripe, Inc.	Benu, Inc. Service Agreement	6/16/2014
Stripe, Inc.	Consolidated Billing Addendum to Benu, Inc. Service Agreement	6/16/2014
StrongMail (Strong View Systems, Inc.)	Benu, Inc. Service Agreement	5/15/2013
StrongMail (Strong View Systems, Inc.)	Consolidated Billing Addendum to Benu, Inc. Service Agreement	5/15/2013
StrongMail (Strong View Systems, Inc.)	Amendment to Service Agreement	9/11/2013
Synaptics, Inc.	ClearBenefits Service Agreement	3/16/2009
Synaptics, Inc.	Consolidated Billing Addendum to ClearBenefits Service Agreement	3/16/2009

Synaptics, Inc.	Amendment to Service Agreement	11/12/2010
Synaptics, Inc.	Amendment to Service Agreement	11/2/2012
Syneron, Inc.	ClearBenefits Service Agreement	4/3/2008
Syneron, Inc.	Consolidated Billing Addendum to ClearBenefits Service Agreement	4/3/2008
Tango	Benu, Inc. Service Agreement	11/19/2014
Tango	Consolidated Billing Addendum to Benu, Inc. Service Agreement	11/19/2014
Taulia	Benu, Inc. Service Agreement	10/15/2013
Taulia	Consolidated Billing Addendum to Benu, Inc. Service Agreement	10/15/2013
The Act 1 Group, Inc.	ClearBenefits Service Agreement	6/2/2010
The Act 1 Group, Inc.	Amendment to Service Agreement	1/22/2014
The David and Lucille Packard Foundation	ClearBenefits Service Agreement	7/14/2009
The David and Lucille Packard Foundation	Consolidated Billing Addendum to ClearBenefits Service Agreement	8/8/2012
The David and Lucille Packard Foundation	Amendment to Service Agreement	12/8/2014
The Packard Humanities Institute	Amendment to Service Agreement	1/10/2013
The Packard Humanities Institute	ClearBenefits Service Agreement	7/28/2014
The Pasadena Center Operating Company	Benu, Inc. Service Agreement	9/16/2013
The Pasadena Center Operating Company	Amendment to Service Agreement	10/23/2013
The Tech Museum	ClearBenefits Service Agreement	10/19/2010
The Tech Museum	Consolidated Billing Addendum to ClearBenefits Service Agreement	10/19/2010
Tilt	Benu, Inc. Service Agreement	11/12/2014
Tilt	Consolidated Billing Addendum to Benu, Inc. Service Agreement	11/12/2014
TopHatter	Benu, Inc. Service Agreement	10/22/2014
TopHatter	Consolidated Billing Addendum to Benu, Inc. Service Agreement	10/22/2014
Torus	Benu, Inc. Service Agreement	1/21/2015
Tradeshift	Benu, Inc. Service Agreement	9/10/2014
Tradeshift	Consolidated Billing Addendum to Benu, Inc. Service Agreement	9/10/2014
TrialPay, Inc.	Benu, Inc. Service Agreement	10/28/2013
TrialPay, Inc.	Consolidated Billing Addendum to Benu, Inc. Service Agreement	10/28/2013
True North Therapeutics, Inc.	Benu, Inc. Service Agreement	9/10/2013
TubeMogul	Benu, Inc. Service Agreement	5/29/2013
TubeMogul	Consolidated Billing Addendum to Benu, Inc. Service Agreement	5/29/2013
Uber Technologies, Inc.	Benu, Inc. Service Agreement	1/29/2014
Uber Technologies, Inc.	Consolidated Billing Addendum to Benu, Inc. Service Agreement	1/29/2014
Udacity	Benu, Inc. Service Agreement	9/24/2013
Udacity	Consolidated Billing Addendum to Benu, Inc. Service Agreement	9/24/2013
Upsight (Medium Entertainment)	Benu, Inc. Service Agreement	4/22/2013
Upsight (Medium Entertainment)	Consolidated Billing Addendum to Benu, Inc. Service Agreement	4/22/2013
Upsight (Medium Entertainment)	Amendment to Service Agreement	3/26/2014
US Pet Nutrition, LLC	Benu, Inc. Service Agreement	8/1/2013
UserVoice, Inc.	Benu, Inc. Service Agreement	9/10/2013
UserVoice, Inc.	Consolidated Billing Addendum to Benu, Inc. Service Agreement	9/10/2013
Ustream.TV	Benu, Inc. Service Agreement	11/18/2013
Ustream.TV	Consolidated Billing Addendum to Benu, Inc. Service Agreement	11/18/2013
Uversity fka Inigral	Benu, Inc. Service Agreement	5/28/2013
Uversity fka Inigral	Consolidated Billing Addendum to Benu, Inc. Service Agreement	5/28/2013
Uversity fka Inigral	Amendment to Service Agreement	9/24/2013
Velodyne	ABD license agreement	3/21/2001
Vivint, Inc. fka Applied Signal Technology	ClearBenefits Service Agreement	12/1/2009

Vivint, Inc. fka Applied Signal Technology	Amendment to Service Agreement	4/15/2013
Vocera	Benu, Inc. Service Agreement	10/15/2014
Vox	Contract negotiations in progress	NA
VSCI	Benu, Inc. Service Agreement	8/27/2014
VSCI	Consolidated Billing Addendum to Benu, Inc. Service Agreement	8/27/2014
Wikia, Inc.	Benu, Inc. Service Agreement	9/2/2013
Wikia, Inc.	Consolidated Billing Addendum to Benu, Inc. Service Agreement	9/2/2013
Wirestone, LLC	ClearBenefits Service Agreement	4/20/2011
Wright Medical Technology, Inc.	ClearBenefits Service Agreement	7/1/2010
Xamarin, Inc.	Benu, Inc. Service Agreement	11/25/2013
Xamarin, Inc.	Consolidated Billing Addendum to Benu, Inc. Service Agreement	11/25/2013
YMCA of Orange County	ClearBenefits Service Agreement	7/6/2009
YouEye	Melita license agreement	9/9/2013
Zaarly	Benu, Inc. Service Agreement	5/2/2013
Zaarly	Consolidated Billing Addendum to Benu, Inc. Service Agreement	5/2/2013

*Includes master service level agreement (SLA), in the form provided to Purchaser, where referenced in the assigned contract and no custom SLA is provided.

*Includes master annual open enrollment service guide and pricing guide, in the form provided to Purchaser, where referenced in the assigned contract and no custom annual open enrollment service guide and pricing guide is provided.

*Excludes any and all COBRA contracts that may be attached as attachments or exhibits to the above agreements.

Claims
Schedule: 1.1(e)

No claims

Excluded Assets and Contracts

Schedule: 1.2(a)

<u>Name</u>	<u>Description</u>
Suite Spot 3 way Administartive service agreement	Suite Spot agreement
Benu-kaiser Suite Spot agreement	Suite Spot agreement
Benu-UHC Suite Spot agreement	Suite Spot agreement
synCHR software and IP	synCHR agreement
All COBRA contracts	COBRA agreements
A3Logics	Development center services agreement
Dimension Data Cloud Solutions, Inc.	License agreement
Hurricane Electric	License agreement
Jira/Confluence	License agreement
Netsuite	License agreement
SalesForce	License agreement
ShoreTel Phones and Cisco Z1	Phones system for CB employees, to be returned when transitioned to PS systems
Simple Signal Phone	License agreement
Dell Financial Services L.P. and Dell Financial Services LLC	Computer equipment, peripherals and other equipment
Summit Funding Group (assigned to Susquehanna Commercial Finance, Inc.):	Equipment