

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM361319

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	RELEASE OF SECURITY INTEREST		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
SunTrust Bank		11/01/2015	Bank: GEORGIA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Navvis Healthcare, LLC		
<b>Street Address:</b>	15945 Clayton Road		
<b>Internal Address:</b>	Suite 360		
<b>City:</b>	Ballwin		
<b>State/Country:</b>	MISSOURI		
<b>Postal Code:</b>	63011		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: MISSOURI		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	76315135		
<b>Serial Number:</b>	76485559	WOMEN'S HEARTADVANTAGE	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	6152482954		
<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>			
<b>Phone:</b>	615-742-7944		
<b>Email:</b>	trademarks@bassberry.com		
<b>Correspondent Name:</b>	Martha B. Allard and Robert L. Brewer		
<b>Address Line 1:</b>	150 3rd Ave. S.		
<b>Address Line 2:</b>	Suite 2800		
<b>Address Line 4:</b>	Nashville, TENNESSEE 37201		
<b>ATTORNEY DOCKET NUMBER:</b>	011211-193		
<b>NAME OF SUBMITTER:</b>	Martha B. Allard		
<b>SIGNATURE:</b>	/Martha B. Allard/		
<b>DATE SIGNED:</b>	11/05/2015		
<b>Total Attachments: 4</b>			
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source=EXECUTED Trademark Release (Navvis - Strategy Group Divestiture)#page2.tif			

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**PARTIAL RELEASE OF TRADEMARK SECURITY INTEREST**

This **PARTIAL RELEASE OF TRADEMARK SECURITY INTEREST**, dated as of November 1, 2015, is made by SunTrust Bank, with an address at 211 Perimeter Center Parkway, Suite 100, Atlanta, Georgia 30346, as administrative agent (in such capacity, together with its successors and permitted assignees the ("Administrative Agent"), in favor of Navvis Healthcare, LLC, a Missouri limited liability company ("Navvis").

**WHEREAS**, Healthways, Inc., a Delaware corporation (the "Borrower"), the several banks and other financial institutions from time to time party thereto and the Administrative Agent are party to that certain Fifth Amended and Restated Revolving Credit and Term Loan Agreement, dated as of June 8, 2012 (as amended, supplemented or otherwise modified from time to time, the "Credit Agreement").

**WHEREAS**, in connection with the Credit Agreement, Navvis and the other Debtors (as defined in the Security Agreement defined below) party thereto executed that certain Second Amended and Restated Assignment and Security Agreement, dated as of June 8, 2012 (as amended, restated, supplemented or otherwise modified from time to time the "Security Agreement"), and granted to the Administrative Agent a security interest in and to all of Debtors' right, title and interest in all United States trademarks, trademark registrations and trademark applications and any renewals thereof (collectively, the "Trademarks") to secure the Obligations (as defined in the Credit Agreement);

**WHEREAS**, in furtherance of the Security Agreement, Navvis and the other Grantors (as defined in the Trademark Security Agreement defined below) party thereto executed a Trademark Security Agreement, dated June 8, 2012 (the "Trademark Security Agreement") which was duly recorded on June 9, 2012, at Reel/Frame 4798/0442 in the United States Patent and Trademark Office; and

**WHEREAS**, the Administrative Agent wishes to release and restore all right, title and interest in and dissolve those liens and encumbrances created by the Trademark Security Agreement and the Security Agreement solely with respect to the specific Trademarks set forth on Schedule A attached hereto (the "Released Trademarks");

**NOW, THEREFORE**, for good and valuable consideration, receipt of which is hereby acknowledged, the Administrative Agent hereby grants, assigns and conveys, without recourse or warranty, to Navvis all of its rights, title and interest in the Released Trademarks, and terminates, releases, discharges, quitclaims and relinquishes unto Navvis any and all security interests and liens it has against the Released Trademarks; and

**FURTHER**, the Security Agreement remains (and, following the foregoing release in respect of the Released Trademarks, shall remain) in full force and effect as among the Administrative Agent and Debtors (as defined therein, other than Navvis) and all liens and security interests granted by Debtors (as defined therein, other than Navvis) in and to the Trademarks (other than the Released Trademarks) shall remain in full force and effect.

**FURTHER**, the Trademark Security Agreement remains (and, following the foregoing release in respect of the Released Trademarks, shall remain) in full force and effect as

among the Administrative Agent and Grantors (as defined therein, other than Navvis) and all liens and security interests granted by Grantors (as defined therein, other than Navvis) in and to the Trademarks (other than the Released Trademarks) shall remain in full force and effect.

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IN WITNESS WHEREOF, Administrative Agent has caused this Partial Release of Trademark Security Interest to be executed by its duly authorized representative as of the date first above written.

SUNTRUST BANK, as Administrative Agent

By: Mary E. Coke  
Name: Mary E. Coke  
Title: Duly Authorized Signatory

Partial Release of Trademark Security Interest

**SCHEDULE A**

**Released Trademarks**

<b>Owner</b>	<b>Mark</b>	<b>Registration No. / Application No.</b>	<b>Serial Number</b>	<b>Registration Date</b>
Navis Healthcare, LLC	DESIGN	76315135	2743989	29-Jul-03
Navis Healthcare, LLC	WOMEN'S HEARTADVANTAGE	76485559	2850376	8-Jun-04

**TRADEMARK**

**REEL: 005661 FRAME: 0635**

Partial Release of Trademark Security Interest

**RECORDED: 11/05/2015**