

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM394291

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST		
SEQUENCE:	1		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Suntrust Bank, as Administrative Agent		07/31/2016	Banking Corporation: GEORGIA
RECEIVING PARTY DATA			
Name:	Healthways, Inc.		
Street Address:	701 Cool Springs Boulevard		
City:	Franklin		
State/Country:	TENNESSEE		
Postal Code:	37067		
Entity Type:	Corporation: DELAWARE		
Name:	Population Health Support, LLC		
Street Address:	701 Cool Springs Boulevard		
City:	Franklin		
State/Country:	TENNESSEE		
Postal Code:	37067		
Entity Type:	Limited Liability Company: DELAWARE		
Name:	Healthways Health Support, LLC		
Street Address:	701 Cool Springs Boulevard		
City:	Franklin		
State/Country:	TENNESSEE		
Postal Code:	37067		
Entity Type:	Limited Liability Company: DELAWARE		
Name:	Healthways QuitNet, LLC		
Street Address:	701 Cool Springs Boulevard		
City:	Franklin		
State/Country:	TENNESSEE		
Postal Code:	37067		
Entity Type:	Limited Liability Company: DELAWARE		
Name:	Navvis Healthcare, LLC		
Street Address:	701 Cool Springs Boulevard		

CH \$765.00 85418541

City:	Franklin
State/Country:	TENNESSEE
Postal Code:	37067
Entity Type:	Limited Liability Company: MISSOURI
Name:	Healthways WholeHealth Networks
Street Address:	701 Cool Springs Boulevard
City:	Franklin
State/Country:	TENNESSEE
Postal Code:	37067
Entity Type:	Corporation: DELAWARE
Name:	MeYou Health, LLC
Street Address:	701 Cool Springs Boulevard
City:	Franklin
State/Country:	TENNESSEE
Postal Code:	37067
Entity Type:	Limited Liability Company: DELAWARE

PROPERTY NUMBERS Total: 30

Property Type	Number	Word Mark
Serial Number:	85418541	BLUE ZONES PROJECT BY HEALTHWAYS
Serial Number:	77536372	EMBRACE
Serial Number:	77363409	GALLUP-HEALTHWAYS WELL-BEING INDEX
Serial Number:	78618822	HEALTHWAYS
Serial Number:	77224774	HEALTHWAYS
Serial Number:	77224780	HEALTHWAYS
Serial Number:	77224781	HEALTHWAYS
Serial Number:	77224784	HEALTHWAYS
Serial Number:	77224787	HEALTHWAYS
Serial Number:	77224788	HEALTHWAYS
Serial Number:	77010762	HEALTHWAYS
Serial Number:	85191607	HEALTHWAYS BLUE ZONES CERTIFIED EMPLOY
Serial Number:	85418590	HEALTHWAYS BLUE ZONES EMPLOYER
Serial Number:	85418582	HEALTHWAYS BLUE ZONES RESTAURANT
Serial Number:	85418574	HEALTHWAYS BLUE ZONES UNIVERSITY
Serial Number:	85046354	HEALTHWAYS BLUE ZONES VITALITY CITY
Serial Number:	85191614	HEALTHWAYS BLUE ZONES VITALITY SCHOOL
Serial Number:	85191965	HEALTHWAYS BLUE ZONES VITALITY UNIVERS
Serial Number:	77949639	HEALTHWAYS WELL-BEING ASSESSMENT
Serial Number:	85192174	HEALTHWAYS BLUE ZONES CERTIFIED EMPLOY

Property Type	Number	Word Mark
Serial Number:	85192160	HEALTHWAYS BLUE ZONES VITALITY CITY
Serial Number:	85192226	HEALTHWAYS BLUE ZONES VITALITY SCHOOL
Serial Number:	85192232	HEALTHWAYS BLUE ZONES VITALITY UNIVERS
Serial Number:	85353094	INNERGY
Serial Number:	85587950	INNERGYGO
Serial Number:	78449555	MY HEALTH IQ
Serial Number:	85285677	WELL-BEING CONNECT
Serial Number:	85461644	WELL-BEING CONNECTION
Serial Number:	85603030	WELL-BEING PLUS
Serial Number:	85285666	WELLBEINGGO

CORRESPONDENCE DATA

Fax Number: 6152482954

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: 6157427944

Email: jgrimes@bassberry.com

Correspondent Name: Martha B. Allard

Address Line 1: 150 Third Ave South, Suite 2800

Address Line 4: NASHVILLE, TENNESSEE 37201

ATTORNEY DOCKET NUMBER:	011211-195
NAME OF SUBMITTER:	Martha B. Allard
SIGNATURE:	/Martha B Allard/
DATE SIGNED:	08/09/2016

Total Attachments: 7

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PARTIAL RELEASE OF TRADEMARK SECURITY INTEREST

This **PARTIAL RELEASE OF TRADEMARK SECURITY INTEREST**, dated as of July 31, 2016, 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 (the "Administrative Agent"), in favor of Healthways, Inc., a Delaware corporation (the "Borrower"), Population Health Support, LLC, a Delaware limited liability company, Healthways Health Support, LLC, a Delaware limited liability company, Healthways QuitNet, LLC, a Delaware limited liability company, Navvis Healthcare, LLC, a Missouri limited liability company, Healthways WholeHealth Networks, Inc., a Delaware corporation, and MeYou Health, LLC, a Delaware limited liability company (together with the Borrower, each individually a "Grantor" and collectively the "Grantors").

WHEREAS, the Borrower and the Administrative Agent are parties 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, the Grantors and certain other grantors 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 Grantors' right, title and interest in all 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, the Grantors 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 the Grantors all of its rights, title and interest in the Released Trademarks, and terminates, releases, discharges, quitclaims and relinquishes unto the Grantors any and all security interests and liens it has against the Released Trademarks; and

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 and all liens and security interests granted by Grantors 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: John Cappellari
Name: John Cappellari
Title: Duly Authorized Signatory

Partial Release of Trademark Security Interest

TRADEMARK
REEL: 005849 FRAME: 0232

SCHEDULE A

Released Trademarks

COUNTRY	MARK	DATE FILED	SERIAL NO.	REG. NO.	REG. DATE	STATUS	OWNER
US	@HOME PAK	Dec 4, 2012	85794502	4456745	Dec 24, 2013	Registered	Healthways Health Support, LLC
US	BLUE ZONES PROJECT BY HEALTHWAYS	Sep 9, 2011	85418541			Pending	Healthways, Inc. and Blue Zones, LLC
US	EATPHIT	Dec 15, 2003	78341158	3102961	Jun 13, 2006	Renewal Grace Period	Healthways My ePHIT, LLC
Australia	EMBRACE	Sep 12, 2008	999173	999173	Sep 12, 2008	Registered	Healthways, Inc.
Brazil	EMBRACE	Nov 29, 2013	840725000			Pending	Healthways, Inc.
Germany	EMBRACE	Sep 12, 2008	999173	999173	Sep 12, 2008	Registered	Healthways, Inc.
IB (WIPO)	EMBRACE	Sep 12, 2008	999173	999173	Sep 12, 2008	Registered	Healthways, Inc.
US	EMBRACE	Jul 31, 2008	77536372	4029121	Sep 20, 2011	Registered	Healthways, Inc.
US	GALLUP-HEALTHWAYS WELL-BEING 5	Sep 2, 2014	86383306			Published	WB5 LLC
US	GALLUP-HEALTHWAYS WELL-BEING INDEX	Jan 3, 2008	77363409	3673815	Aug 25, 2009	Registered	Gallup, Inc. & Healthways
Australia	HEALTHWAYS	Nov 4, 2005	876777	876777	Nov 4, 2005	Registered	Healthways, Inc.
Benelux	HEALTHWAYS	Nov 4, 2005	876777	876777	Nov 4, 2005	Registered	Healthways, Inc.
Brazil	HEALTHWAYS	Nov 29, 2013	840724853			Pending	Healthways, Inc.
Brazil	HEALTHWAYS	Nov 29, 2013	840724896			Pending	Healthways, Inc.
Brazil	HEALTHWAYS	Nov 29, 2013	840724918			Pending	Healthways, Inc.
Brazil	HEALTHWAYS	Nov 29, 2013	840724934			Pending	Healthways, Inc.
Brazil	HEALTHWAYS	Nov 29, 2013	840725027			Pending	Healthways, Inc.


Partial Release of Trademark Security Interest

China	HEALTHWAYS	Nov 4, 2005	876777	876777	Nov 4, 2005	Registered	Healthways, Inc.
European Union	HEALTHWAYS	Oct 25, 2005	NA	4673562	Oct 17, 2006	Registered	Healthways, Inc.
France	HEALTHWAYS	Nov 4, 2005	876777	876777	Nov 4, 2005	Registered	Healthways, Inc.
Germany	HEALTHWAYS	Nov 4, 2005	876777	876777	Nov 4, 2005	Registered	Healthways, Inc.
Hungary	HEALTHWAYS	Nov 4, 2005	876777	876777	Nov 4, 2005	Registered	Healthways, Inc.
IB (WIPO)	HEALTHWAYS	Nov 4, 2005	876777	876777	Nov 4, 2005	Registered	Healthways, Inc.
Ireland	HEALTHWAYS	Nov 4, 2005	876777	876777	Nov 4, 2005	Registered	Healthways, Inc.
Japan	HEALTHWAYS	Nov 4, 2005	876777	876777	Nov 4, 2005	Registered	Healthways, Inc.
Poland	HEALTHWAYS	Nov 4, 2005	876777	876777	Nov 4, 2005	Registered	Healthways, Inc.
Spain	HEALTHWAYS	Nov 4, 2005	876777	876777	Nov 4, 2005	Registered	Healthways, Inc.
Sweden	HEALTHWAYS	Nov 4, 2005	876777	876777	Nov 4, 2005	Registered	Healthways, Inc.
United Kingdom	HEALTHWAYS	Nov 4, 2005	876777	876777	Nov 4, 2005	Registered	Healthways, Inc.
US	HEALTHWAYS	Apr 28, 2005	78618822	3294917	Sep 18, 2007	Registered	Healthways, Inc.
US	HEALTHWAYS	Jul 9, 2007	77224774	3491340	Aug 26, 2008	Registered	Healthways, Inc.
US	HEALTHWAYS	Jul 9, 2007	77224780	3668155	Aug 18, 2009	Registered	Healthways, Inc.
US	HEALTHWAYS	Jul 9, 2007	77224781	3519017	Oct 21, 2008	Registered	Healthways, Inc.
US	HEALTHWAYS	Jul 9, 2007	77224784	3483411	Aug 12, 2008	Registered	Healthways, Inc.
US	HEALTHWAYS	Jul 9, 2007	77224787	3483412	Aug 12, 2008	Registered	Healthways, Inc.
US	HEALTHWAYS	Jul 9, 2007	77224788	3483413	Aug 12, 2008	Registered	Healthways, Inc.
US	 HEALTHWAYS	Sep 29, 2006	77010762	3396974	Mar 18, 2008	Registered	Healthways, Inc.
US	HEALTHWAYS BLUE ZONES CERTIFIED EMPLOYER	Dec 6, 2010	85191607			Pending	Healthways, Inc. and Blue Zones, LLC
US	HEALTHWAYS BLUE ZONES EMPLOYER	Sep 9, 2011	85418590			Pending	Healthways, Inc. and Blue Zones, LLC

Partial Release of Trademark Security Interest

US	HEALTHWAYS BLUE ZONES RESTAURANT	Sep 9, 2011	85418582			Suspend ed	Healthways, Inc. and Blue Zones, LLC
US	HEALTHWAYS BLUE ZONES UNIVERSITY	Sep 9, 2011	85418574			Suspend ed	Healthways, Inc. and Blue Zones, LLC
US	HEALTHWAYS BLUE ZONES VITALITY CITY	May 24, 2010	85046354	4068124	Dec 6, 2011	Register ed	Healthways, Inc. and Blue Zones, LLC
US	HEALTHWAYS BLUE ZONES VITALITY SCHOOL	Dec 6, 2010	85191614			Pending	Healthways, Inc. and Blue Zones, LLC
US	HEALTHWAYS BLUE ZONES VITALITY UNIVERSITY	Dec 7, 2010	85191965			Pending	Healthways, Inc. and Blue Zones, LLC
US	HEALTHWAYS CARE TRANSITIONS SOLUTION	Feb 19, 2014	86198229	4809449	Sep 8, 2015	Register ed	Healthways, Inc.
US	HEALTHWAYS DISEASE MANAGEMENT	Feb 5, 2015	86526062			Allowed	Healthways, Inc.
US	HEALTHWAYS FINANCIAL WELL-BEING	Mar 28, 2014	86235917	4951910	May 3, 2016	Register ed	Healthways, Inc.
US	HEALTHWAYS HIGH RISK COST AVOIDANCE	Feb 5, 2015	86526047			Pending	Healthways, Inc.
US	HEALTHWAYS PHYSICAL 5	Nov 19, 2014	86458948			Allowed	Healthways, Inc.
US	HEALTHWAYS WELL-BEING ASSESSMENT	Mar 3, 2010	77949639	4268591	Jan 1, 2013	Register ed	Healthways, Inc.
US	HEALTHWAYS BLUE ZONES CERTIFIED EMPLOYER	Dec 7, 2010	85192174			Pending	Healthways, Inc. and Blue Zones, LLC
US	HEALTHWAYS BLUE ZONES VITALITY CITY	Dec 7, 2010	85192160			Pending	Healthways, Inc. and Blue Zones, LLC
US	HEALTHWAYS BLUE ZONES VITALITY SCHOOL	Dec 7, 2010	85192226			Pending	Healthways, Inc. and Blue Zones, LLC
US	HEALTHWAYS BLUE ZONES VITALITY UNIVERSITY	Dec 7, 2010	85192232			Pending	Healthways, Inc. and Blue Zones, LLC
US	INNERGY	Jun 22, 2011	85353094	4230890	Oct 23, 2012	Register ed	Healthways, Inc.
US	INNERGYGO	Apr 3, 2012	85587950	4552219	Jun 17, 2014	Register ed	Healthways, Inc.
US	INNERGYGO	Apr 24, 2013	85913280	4443799	Dec 3, 2013	Register ed	Healthways, Inc.
US	LIVEPHIT	Dec 15, 2003	78341152	3102960	Jun 13, 2006	Renewal Grace Period	Healthways My ePHIT, LLC
US	MY ePHIT	Mar 11,	75942000	2613189	Aug 27,	Register ed	Healthways My ePHIT,

Partial Release of Trademark Security Interest

		2000			2002		LLC
US		Mar 26, 2001	76230338	2644181	Oct 29, 2002	Registered	Healthways My ePHIT, LLC
US	MY HEALTH IQ	Jul 12, 2004	78449555	3285479	Aug 28, 2007	Registered	Population Health Support, LLC
US	WELL-BEING 5	Aug 14, 2013	86038204	4867502	Dec 8, 2015	Registered	WB5 LLC
US	WELL-BEING AT WORK ASSESSMENT	Jun 6, 2012	85645162	4441581	Nov 26, 2013	Registered	Healthways, Inc.
Australia	WELL-BEING CONNECT	May 15, 2012		1139867	May 15, 2012	Registered	Healthways, Inc.
France	WELL-BEING CONNECT	Oct 11, 2013		1181574	Oct 11, 2013	Registered	Healthways, Inc.
IB (WIPO)	WELL-BEING CONNECT	May 15, 2012	1139867	1139867	May 15, 2012	Registered	Healthways, Inc.
IB (WIPO)	WELL-BEING CONNECT	Oct 11, 2013		1181574	Oct 11, 2013	Registered	Healthways, Inc.
US	WELL-BEING CONNECT	Apr 4, 2011	85285677	4908926	Mar 1, 2016	Registered	Healthways, Inc.
US	WELL-BEING CONNECTION	Nov 1, 2011	85461644	4498514	Mar 18, 2014	Registered	Healthways, Inc.
US	WELL-BEING DIRECT	Feb 2, 2015	86521795			Allowed	Healthways, Inc.
US	WELL-BEING IMPROVEMENT SOLUTION	Jul 19, 2013	86015287	4676775	Jan 20, 2015	Registered	Healthways, Inc.
US	WELL-BEING PLUS	Apr 19, 2012	85603030	4564668	Jul 8, 2014	Registered	Healthways, Inc.
US	WELLBEINGGO	Apr 4, 2011	85285666	4276389	Jan 15, 2013	Registered	Healthways, Inc.

Partial Release of Trademark Security Interest