

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM403794

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Healthways SC, LLC		10/28/2016	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	WB5, LLC		
Street Address:	701 Cool Springs Blvd.		
City:	Franklin		
State/Country:	TENNESSEE		
Postal Code:	37067		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	4867502	WELL-BEING 5	
Serial Number:	86383306	GALLUP-HEALTHWAYS WELL-BEING 5	
CORRESPONDENCE DATA			
Fax Number:	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>			
Phone:	615-742-7944		
Email:	trademarks@bassberry.com		
Correspondent Name:	Martha B. Allard		
Address Line 1:	150 3rd Ave. S.		
Address Line 2:	Suite 2800		
Address Line 4:	Nashville, TENNESSEE 37201		
NAME OF SUBMITTER:	Martha B. Allard		
SIGNATURE:	/Martha B. Allard/		
DATE SIGNED:	10/31/2016		
Total Attachments: 1			
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TRADEMARK ASSIGNMENT

This TRADEMARK ASSIGNMENT (this "Assignment") is effective as of October 28, 2016 (the "Effective Date"), by and between Healthways SC, LLC, a Delaware limited liability company, with an address of 701 Cool Springs Boulevard, Franklin, Tennessee 37067 (the "Assignor"), and WB5, LLC, a Delaware limited liability company, with an address of 701 Cool Springs Boulevard, Franklin, Tennessee 37067 (the "Assignee").

WHEREAS, in connection with that certain Intellectual Property Assignment dated July 31, 2016, among Healthways, Inc.; American Healthways Services, LLC; Healthways International, Inc.; Healthways Hawaii, LLC; Healthways Ornish, LLC; Healthways International S.a.r.l.; Clinical Decision Support, LLC; Healthways Health Support LLC; Healthways QuitNet, LLC; Healthways HealthTrends, LLC; Ascentia Health Care Solutions, L.L.C.; Healthways WholeHealth Networks, Inc.; Population Health Support, LLC; and Assignor (the "Previous Assignment"). Assignee inadvertently assigned the following trademarks to Assignor: WELL-BEING 5, which is registered with the U.S. Patent and Trademark Office ("USPTO") under Reg. No. 4,867,502, and GALLUP-HEALTHWAYS WELL-BEING 5, which is pending registration with the USPTO under Ser. No. 86/383,306 (collectively, the "Marks");

WHEREAS, Assignor acknowledges and agrees that the Marks were inadvertently assigned by Assignee to Assignor; and

WHEREAS, Assignor wishes to assign the Marks and the registration and application to Assignee.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby transfers, conveys, assigns, sets over and delivers to Assignee, and Assignee hereby accepts, all rights, title, and interests in and to the Marks and any respective application, throughout the world, together with the goodwill of the business symbolized by the Marks, and the registration and application therefore, including without limitation, any and all causes of action and other rights assertable under the Marks, the right to sue third parties for past, present, and future infringement of or improper activities regarding the Marks, the right to assume any licenses connected with the Marks, and the right to enjoy all of the monetary benefits obtained as a result of any litigation, the same to be held and enjoyed by Assignee, its successors and assigns, as fully and entirely as the same would have been held and enjoyed by Assignor had this Assignment not been made.

If the Marks are the subject of an application based on Assignor's *bona fide* intent to use the Marks in commerce, Assignor hereby represents that Assignee is the successor to the portion of Assignor's ongoing and existing business to which the application and the Marks pertain.

IN WITNESS WHEREOF, Assignor has caused this Assignment to be executed by its duly authorized representative effective as of the Effective Date.

Assignor: HEALTHWAYS SC, LLC

By: 

Name: Alfred Lumsden

Title: Chief Operating and Financial Officer