

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM799666

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
BLUE CROSS BLUE SHIELD OF MICHIGAN MUTUAL INSURANCE COMPANY		03/21/2023	Nonprofit Mutual Disability Insurer: MICHIGAN
RECEIVING PARTY DATA			
Name:	UST HEALTHPROOF INC		
Street Address:	5 Polaris Way		
City:	Aliso Viejo		
State/Country:	CALIFORNIA		
Postal Code:	92656		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 6			
Property Type	Number	Word Mark	
Registration Number:	5361192	TESSELLATE	
Registration Number:	5365654	TESSELLATE	
Registration Number:	5916469	ADVANTASURE	
Registration Number:	5916290	ADVANTASURE	
Registration Number:	5992150	FUELING ACCELERATED PERFORMANCE	
Serial Number:	90323610	SMART CONDUCTOR	
CORRESPONDENCE DATA			
Fax Number:			
<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:	585-263-1023		
Email:	kmorrison@nixonpeabody.com		
Correspondent Name:	Kaleigh P. Morrison, Nixon Peabody LLP		
Address Line 1:	1300 Clinton Square		
Address Line 4:	Rochester, NEW YORK 14604		
ATTORNEY DOCKET NUMBER:	051788/000629		
NAME OF SUBMITTER:	Kaleigh P. Morrison		
SIGNATURE:	/KPM/		

CH \$165.00 5361192

DATE SIGNED:	04/01/2023
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Total Attachments: 5

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TRADEMARK ASSIGNMENT

THIS ASSIGNMENT is made and entered into by and between BLUE CROSS BLUE SHIELD OF MICHIGAN MUTUAL INSURANCE COMPANY, a Michigan nonprofit mutual disability insurer having a place of business at 600 E. Lafayette Blvd., Detroit, Michigan 48226 (hereafter "ASSIGNOR"), and UST HEALTHPROOF INC, a Delaware corporation having a place of business at 5 Polaris Way, Aliso Viejo, California 92656 (hereafter "ASSIGNEE").

WHEREAS, ASSIGNOR is the owner of the United States' trademark application and registrations set out in Appendix A, and of the subject trademarks thereof, for use in connection with the services specified in Appendix A (hereafter the foregoing are collectively referred to as "the Assigned Trademarks").

WHEREAS, by that certain Stock Purchase Agreement dated August 31, 2022, as amended (the "Stock Purchase Agreement"), ASSIGNEE is acquiring sole ownership of each of Tessellate Holdings LLC ("Tessellate") and Advantasure, Inc. ("Advantasure").

WHEREAS, ASSIGNOR has heretofore exclusively licensed to each of Tessellate and Advantasure in the right to make commercial use of one or more of the Assigned Trademarks.

WHEREAS, further to the Stock Purchase Agreement, ASSIGNOR is obliged to transfer the Assigned Trademarks to ASSIGNEE at Closing (as that term is defined in the Stock Purchase Agreement).

NOW, THEREFORE, in consideration of the foregoing premises, the sum of \$10.00, and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, ASSIGNOR hereby sells, transfers, conveys, assigns, and delivers to ASSIGNEE, as the successor to the portion of Assignor's ongoing business to which the Assigned Trademarks pertain, effective from the date of the Closing, March 21, 2023 the entirety of ASSIGNOR'S right, title, and interest in and to the Assigned Trademarks, together with the goodwill of the business symbolized by the Assigned Trademarks, including the right to sue and recover damages and other remedies for any infringements, dilutions and/or other violations thereof, including any and all past infringements, dilutions and/or other violations.

[signature page follows]

IN WITNESS WHEREOF, ASSIGNOR and ASSIGNEE have executed this Trademark Assignment, as set forth below.

**BLUE CROSS BLUE SHIELD OF
MICHIGAN MUTUAL INSURANCE
COMPANY**

UST HEALTHPROOF INC

Signed: Tricia Keith

Signed: _____

By: Tricia A. Keith

By: Pavankumar Annapragada

Title: EVP and Chief Operating Officer

Title: Director

Date: March 21, 2023

Date: _____, 2023

[Signature Page to Trademark Assignment]

IN WITNESS WHEREOF, ASSIGNOR and ASSIGNEE have executed this Trademark Assignment, as set forth below.

**BLUE CROSS BLUE SHIELD OF
MICHIGAN MUTUAL INSURANCE
COMPANY**

UST HEALTHPROOF INC

Signed: _____

By: _____

Title: _____

Date: _____, 2023

DocuSigned by:

Pavankumar Annapragada

Signed: _____
11941543E8954F1...

By: Pavankumar Annapragada

Title: Director

Date: March 21, _____, 2023

[Signature Page to Trademark Assignment]

APPENDIX A – The Assigned Trademarks

U.S. Reg. No. or App. No.	Subject Mark	Services
Reg. No. 5361192	TESSELLATE	Business consulting services to others, namely, assisting health plan providers, hospitals, and physicians seeking to improve their performance as to clinical outcomes, patient experience, access to care, and other factors measured by the star ratings system, risk adjustment and medical management programs of Medicare Advantage and Individual insurance programs (IC 035)
Reg. No. 5365654	TESSELLATE	Business consulting services to others, namely, assisting health plan providers, hospitals, and physicians seeking to improve their performance as to clinical outcomes, patient experience, access to care, and other factors measured by the star ratings system, risk adjustment and medical management programs of Medicare Advantage and Individual insurance programs (IC 035)
Reg. No. 5916469	ADVANTASURE	Business consulting services in the health care industry; providing business analysis of health care policies, insurance reimbursement policies, and product cost-effectiveness to others in the field of Medicare Advantage programs (IC 035) Health insurance claims processing and claims administration services (IC 036)
Reg. No.5916290	ADVANTASURE	Business consulting services in the health care industry; providing business analysis of health care policies, insurance reimbursement policies, and product cost-effectiveness to others in the field of Medicare Advantage programs (IC 035)

U.S. Reg. No. or App. No.	Subject Mark	Services
		Health insurance claims processing and claims administration services (IC 036)
Reg. No. 5992150	FUELING ACCELERATED PERFORMANCE	Business consulting services in the health care industry; providing business analysis of health care policies, insurance reimbursement policies, and product cost-effectiveness to others in the field of Medicare Advantage programs (IC 035) Health insurance claims processing and claims administration services (IC 036)
App. No. 90323610	SMART CONDUCTOR	Consumer data analytics, targeted advertising utilizing consumer data, and targeted promotional services using consumer data, all provided for others in the field of health insurance (IC 035)