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Patent and Trademark Office
ney Docket No: BLUE210483

To the Honorable Assistant Commissioner for Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

HealthPlus

MD/1/10/00

- Individuals
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- Other _____

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):

Name: Premera HealthPlus

Address: P.O. Box 327

City: Seattle State: WA ZIP: 98111-0327

- Individual(s) citizenship _____
- Association State of _____
- General Partnership State of _____
- Limited Partnership State of _____
- Corporation-State State of Washington
- Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designation must be a separate document from Assignment)

Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other _____

Execution date: 12/21/99

4. Application number(s) or registration number(s):

A. Trademark Application No(s).

B. Trademark Registration No(s). 2,122,599

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed.

Jerald E. Nagae, Esq.
CHRISTENSEN O'CONNOR
JOHNSON & KINDNESS^{PLLC}
1420 Fifth Avenue
Suite 2800
Seattle, WA 98101-2347
206.692.8100

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41):..... \$ 40.00

Check No. 112787 in the amount of \$40.00 is enclosed.

8. The Commissioner is authorized to charge any fees that may be required or credit any overpayment to Deposit Account Number 03-1740.



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9. Statement and signature:

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Jerald E. Nagae
Name of Attorney or Agent
Registration No. 29,418
Direct Dial 206.695.1705

Jerald E. Nagae
Signature

7 January 2000
Date

Total number of pages including cover sheet, attachments and document: 3

OMB No. 0651-0011 (exp. 4/94)

I hereby certify that this correspondence is being deposited with the U.S. Postal Service in a sealed envelope as first class mail with postage thereon fully prepaid addressed to: Commissioner of Patents and Trademarks, Washington, D.C. 20231, on Jan 10, 2000

Date: January 10, 2000

Yvonne Segura
TRADEMARK

REEL: 002017 FRAME: 0998

ASSIGNMENT OF REGISTERED TRADEMARK

WHEREAS, HEALTHPLUS (hereinafter the "ASSIGNOR"), has adopted and is using the trademark HEALTHPLUS which has been registered in the United States Patent and Trademark Office, Registration No. 2,122,599 dated November 23, 1997; and

WHEREAS, PREMERA HEALTHPLUS (hereinafter the "ASSIGNEE") is desirous of acquiring said mark and registration thereof;

NOW, THEREFORE, for sufficient, good, and valuable consideration, the receipt of which is hereby acknowledged, ASSIGNOR does hereby sell, assign and transfer unto ASSIGNEE its entire right, title to and interest in said trademark and said registration, together with the goodwill of the business associated with the trademark.

Executed at Seattle, Wasington, this 21st day of December, 1999.

HEALTHPLUS

By: John P. Domeika

Title: VP, Corporate Secretary

Date: 12/21/99

STATE OF WASHINGTON)
) ss.
COUNTY OF KING)

On this 21st day of December, 1999, personally appeared before me John P. Domeika, to me known to be the individual named above who executed the within and foregoing instrument, and acknowledged that he signed the same as his free and voluntary act and deed, for the uses and purposes therein mentioned.

Tom Nelson
Notary Public
My commission expires 4/7/02

JEN/GC:GC