

12-01-2004



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Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings

U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Allied Capital Corporation

- Individual(s) Association General Partnership Limited Partnership Corporation-State Other

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other Release of Security Interest

Execution Date: October 8, 2004

2. Name and address of receiving party(ies)

Name: HealthMarket Inc.

Internal

Address:

Street Address: 20 Glover Avenue

City: Norwalk State: CT Zip: 06850

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Delaware Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No Additional name(s) & address(es) attached? Yes No

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

A. Trademark Application No.(s)

See attached Schedule A

B. Trademark Registration No.(s)

Additional number(s) attached Yes No

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

Name: Elisabeth Falaleev

Internal Address: Paul, Hastings, Janofsky &

Walker LLP

Street Address: 1055 Washington Boulevard

City: Stamford State: CT Zip: 06901

6. Total number of applications and registrations involved:

7

7. Total fee (37 CFR 3.41) \$ 190.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

Elisabeth Falaleev

Name of Person Signing

Elisabeth Falaleev Signature

16 November 2004 Date

Total number of pages including cover sheet, attachments, and document: 4

12/01/2004 6TON11 00000030 75903710

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

01 FC:8521 40.00 DP 02 FC:8522 150.00 DP

Schedule A

<u>Mark</u>	<u>Registration/Application Number</u>	<u>Registration/Application Date</u>
HEALTHMARKET	U.S. 75/903,710	January 27, 2000
HEALTHMARKET.NET	U.S. 75/903,712	January 27, 2000
HEALTHMARKET.COM	U.S. 75/903,711	January 27, 2000
THE SUCCESS PLAN	U.S. 76/230,167	March 23, 2001
HEALTHMARKET SMARTFUNDS	U.S. 76/379,469	March 6, 2002
LEADING THE WAY	U.S. 76/379,467	March 6, 2002
YOUR CARE YOUR WAY	U.S. 76/379,468	March 6, 2002

NOTICE OF RELEASE OF  
SECURITY INTEREST IN TRADEMARKS

Reference is made to that certain Intellectual Property Security Agreement (the "Security Agreement") dated as of February 18, 2003 and recorded at the United States Patent and Trademark Office at Reel 002676 and Frame 0666 on February 19, 2003 entered into by HealthMarket Inc., a Delaware corporation having its principal place of business at 20 Glover Avenue, Norwalk, CT 06850, ("Grantor") in favor of Allied Capital Corporation, a Maryland corporation having its principal place of business at 1919 Pennsylvania Avenue, N.W., Washington, DC 20006, ("Agent");

Pursuant to the Security Agreement, Grantor granted to Agent a security interest in the Grantor's right, title, and interest into the trademarks and registrations listed on Schedule A hereto (the "Trademarks").

Agent, in its capacity as agent for Purchasers (the "Releasor") hereby re-assigns and releases to the Grantor and terminates all right, title and interest that Releasor has in and to the Trademarks and all proceeds of the foregoing; and all general intangibles associated with the foregoing, including without limitation, all goodwill associated in any way with such Trademarks; the right to sue for past, present and future infringements, and all rights corresponding thereto associated with such trademarks.

This release shall be governed by and construed in accordance with the laws of the State of New York without regard to conflicts of law principles.

Allied Capital Corporation, as Agent and  
Releasor

By: 

Name: *Benton Cummings*

Title: *Principal*

Dated: October 8, 2004

**SCHEDULE A**

<u>Mark</u>	<u>Registration/Application Number</u>	<u>Registration/Application Date</u>
HEALTHMARKET	U.S. 75/903,710	January 27, 2000
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STM/281416.2

RECORDED: 11/30/2004

TRADEMARK  
REEL: 003085 FRAME: 0835