

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:		NEW ASSIGNMENT	
NATURE OF CONVEYANCE:		ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL	
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
LUMETRA		09/29/2009	CALIFORNIA NON-PROFIT MUTUAL BENEFIT CORPORATION: CALIFORNIA
RECEIVING PARTY DATA			
Name:	HMS HOLDINGS CORPORATION		
Street Address:	401 PARK AVENUE SOUTH		
City:	NEW YORK		
State/Country:	NEW YORK		
Postal Code:	10016		
Entity Type:	CORPORATION: NEW YORK		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	75725658	INTEGRIGUARD	
CORRESPONDENCE DATA			
Fax Number:	(312)224-1510		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	3122241500		
Email:	SDALE@VANEKLAW.COM		
Correspondent Name:	SARAH E. DALE/VANEK VICKERS & MASINI, PC		
Address Line 1:	111 SOUTH WACKER DRIVE		
Address Line 2:	SUITE 4050		
Address Line 4:	CHICAGO, ILLINOIS 60606		
ATTORNEY DOCKET NUMBER:	09-0278		
NAME OF SUBMITTER:	SARAH E. DALE		
Signature:	/SED/		

OP \$40.00 75725658

900155471

**TRADEMARK
 REEL: 004154 FRAME: 0801**

Date:

02/24/2010

Total Attachments: 5

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UNIT PURCHASE AGREEMENT

by and between

HMS Holdings Corp.
a New York corporation,

Lumetra,
a California Nonprofit Mutual Benefit Corporation

and

IntegriGuard, LLC,
a Delaware limited liability company

Dated September 29, 2009

**Schedule 3.16
Intellectual Property**

(a) The following is a true, correct and complete list of all material (value greater than \$10,000) Intellectual Property owned by the Company:

List of Copyrights:

1. Enrollment Tracking System ("ETS") - Registration No./Date: TXu001608944 / 2009-07-23

List of Trademarks:

1. IntegriGuard Logo ("INTEGRIGUARD") – Registration No. 2635885 (owned by Lumetra)
2. Medical Review System ("MRS") – Not registered.
3. Benefit Integrity Reporting Database ("BIRD") – Not registered.
4. Skilled Nursing Facility Comparative Analytical Methodology ("SCAM") – Not registered.

(c) Company has not transferred ownership of any right, title or interest in, or, granted any license under or right to use or authorized the retention of any rights to use, any Intellectual Property that is or was Company Intellectual Property, to any other person or entity, except as follows:

None.

(f) Company is subject to the following agreements that materially restrict the use, transfer, delivery or licensing by Company of the Company Intellectual Property:

1. FAR 52.227-17 which sets forth standards for the government's acquisition of contractor's data rights.

IN WITNESS WHEREOF, this Unit Purchase Agreement has been duly executed and delivered by each party or the duly authorized officer of each party hereto as of the date first above written.

PURCHASER:

HMS Holdings Corp.,
a New York corporation

By: _____
Name: _____
Title: _____

SELLER:

Lumetra,
a California Nonprofit Mutual Benefit Corporation

By: _____
Name: _____
Title: _____

COMPANY:

IntegriGuard, LLC,
a Delaware limited liability company

By: 
Name: James G. Huse, Jr.
Title: CEO

**SIGNATURE PAGE
UNIT PURCHASE AGREEMENT**

TRADEMARK

REEL: 004154 FRAME: 0805

IN WITNESS WHEREOF, this Unit Purchase Agreement has been duly executed and delivered by each party or the duly authorized officer of each party hereto as of the date first above written.

PURCHASER:

HMS Holdings Corp.,
a New York corporation

By: _____
Name: _____
Title: _____

SELLER:

Lumetra,
a California Nonprofit Mutual Benefit Corporation

By: *Linda M. Sawyer*
Name: LINDA M. SAWYER
Title: CEO

COMPANY:

IntegriGuard, LLC,
a Delaware limited liability company

By: _____
Name: _____
Title: _____

SIGNATURE PAGE
UNIT PURCHASE AGREEMENT

TRADEMARK

REEL: 004154 FRAME: 0806

IN WITNESS WHEREOF, this Unit Purchase Agreement has been duly executed and delivered by each party or the duly authorized officer of each party hereto as of the date first above written.

PURCHASER:

HMS Holdings Corp.,
a New York corporation

By: Walter D. Hosp
Name: Walter D. Hosp
Title: Senior Vice Pres., Chief Financial Officer

SELLER:

Lumetra,
a California Nonprofit Mutual Benefit Corporation

By: _____
Name: _____
Title: _____

COMPANY:

IntegriGuard, LLC,
a Delaware limited liability company

By: _____
Name: _____
Title: _____

**SIGNATURE PAGE
UNIT PURCHASE AGREEMENT**

TRADEMARK