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OMB No. 0651-0027 (exp. 6/30/2005)

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office



RECC

102936761
PATENT

To the Director of the U.S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies)/Execution Date(s):

Celadon Health, Inc.

Execution Date(s) December 14, 2004

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

2. Name and address of receiving party(ies)

Name: Clinton B. Ashford, M.D.

Internal Address: _____

Street Address: 1750 South Lumpkin Street

City: Athens

State: Georgia

Country: USA Zip: _____

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

3. Nature of conveyance:

- Assignment Merger
- Security Agreement Change of Name
- Government Interest Assignment
- Executive Order 9424, Confirmatory License
- Other _____

4. Application or patent number(s):

This document is being filed together with a new application.

A. Patent Application No.(s)

09/648,582
Filed: August 25, 2000

B. Patent No.(s)

Additional numbers attached? Yes No

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

Name: Dergosits & Noah, LLP

Internal Address: _____

Street Address: Four Embarcadero Ctr, #1450

City: San Francisco

State: California Zip: 94111

Phone Number: 415-705-6377

Fax Number: 415-705-6383

Email Address: gstaniford@dergnoah.com

6. Total number of applications and patents involved:

1

7. Total fee (37 CFR 1.21(h) & 3.41) \$ 40.00

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed
- None required (government interest not affecting title)

8. Payment Information

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number 04-0822

Authorized User Name Geoffrey Staniford

9. Signature:

Signature

February 3, 2005

Date

Geoffrey T. Staniford, Reg. No. 43,151

Name of Person Signing

Total number of pages including cover sheet, attachments, and documents: 2

Documents to be recorded (including cover sheet) should be faxed to (703) 306-5995, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, V.A. 22313-1450

Attorney Docket No. 716.02

02/08/2005 09:56:02
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PATENT
REEL: 016229 FRAME: 0673

ASSIGNMENT

WHEREAS, Celadon Health, Inc., hereinafter referred to as "ASSIGNOR", is the owner of certain new and useful improvements as described and set forth in the below-identified application for United States Letters Patent:

Title of Invention: **METHOD AND APPARATUS FOR PROVIDING INCENTIVES TO PHYSICIANS**

Date of Execution: **Dec. 14, 2004** Filing Date: **August 25, 2000** Serial No.: **09/648,582**

WHEREAS, Clinton B. Ashford M.D., an individual resident of the State of Georgia, with offices at 1750 South Lumpkin Street, Athens, GA, hereinafter referred to as "ASSIGNEE", is desirous of acquiring the entire right, title and interest in and to said invention and application and in any Letters Patent which may be granted on the same;

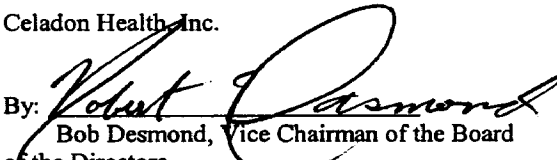
NOW, THEREFORE, TO ALL WHOM IT MAY CONCERN: Be it known that, for One Dollar (\$1.00) and other good and valuable considerations, receipt of which is hereby acknowledged by Assignor, Assignor has sold, assigned and transferred, and by these presents does sell, assign and transfer unto the said Assignee, and Assignee's successors and assigns, all right, title and interest in and to the said invention, said application for United States Letters Patent, and any Letters Patent which may hereafter be granted on the same in the United States and all countries throughout the world including any divisions, renewals, continuations in whole or in part, substitutions, conversions, reissues, prolongations or extensions thereof, said interest to be held and enjoyed by said Assignee as fully and exclusively as it would have been held and enjoyed by said Assignor had this assignment and transfer not been made, to the full end and term of any such Letters Patent.

Assignor further agrees that Assignor will, without charge to said Assignee, but at Assignee's expense, cooperate with Assignee in the prosecution of said application and/or applications, execute, verify, acknowledge and deliver all such further papers, including applications for Letters Patent and for the reissue thereof, and instruments of assignment and transfer thereof, and will perform such other acts as Assignee lawfully may request, to obtain or maintain Letters Patent for said invention and improvement in any and all countries, and to vest title thereto in said Assignee, or Assignee's successors and assigns.

IN TESTIMONY WHEREOF, Assignor has hereunto signed his name to this assignment on the date indicated below.

Date: December 14, 2004

Celadon Health, Inc.

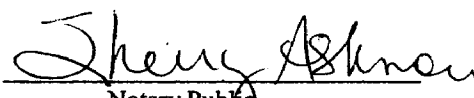
By: 
Bob Desmond, Vice Chairman of the Board of the Directors

STATE OF _____)
) ss.
COUNTY OF _____)

On this 14 day of December, in the year of 2004, before me, the undersigned notary public, personally appeared the above-named assignor, or proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument, and acknowledged that he executed the same in his authorized capacity and that by his signature on the instrument the person or the entity upon behalf of which the person acted, executed the instrument.

Witness my hand and official seal.

SHERRY ASHMORE
NOTARY PUBLIC
OCONEE COUNTY, GA
COMMISSION EXPIRES JUNE 13, 2005


Notary Public