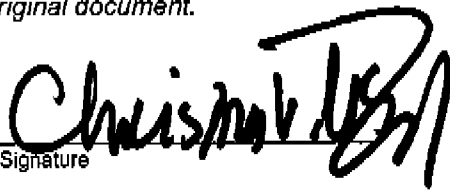


Substitute Form PTO-1595
Attorney Docket No.: 22569-0004002

RECORDATION FORM COVER SHEET PATENTS ONLY

Commissioner for Patents: Please record the attached original document(s) or copy(ies).	
1. Name of conveying party(ies): Roy Schoenberg Additional name(s) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	2. Name and address of receiving party(ies): American Well Corporation 75 State Street 26th Floor Boston, MA 02109 Additional names/addresses attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
3. Nature of conveyance: <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other: Execution Date: 7/16/2007	
4. Application number(s) or patent number(s): If this document is being filed with a new application, the execution date of the application is: A. Patent Application No(s): 12/881,712 B. Patent No(s): Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
5. Name/address of party to whom correspondence concerning document should be mailed: CHRISTINA V. MCDONOUGH Fish & Richardson P.C. 225 Franklin Street Boston, MA 02110	6. Total number of applications/patents involved: 1 7. Total fee (37 CFR §3.41): \$40 <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to charge Deposit Account. 8. Deposit Account No.: 06-1050 Please apply any additional charges, or any credits, to our Deposit Account No. 06-1050.
DO NOT USE THIS SPACE	
9. Statement and Signature: <i>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.</i>	
Christina V. McDonough <u>Reg. No. 64,612</u> Name of Person Signing	 Signature
	<u>9/28/2010</u> Date
Total number of pages including coversheet, attachments and document: 9	

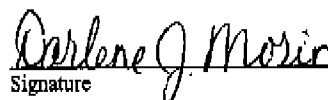
CH \$40.00 061050 12881712

22499030.doc

CERTIFICATE OF TRANSMISSION BY FACSIMILE

I hereby certify that this correspondence is being transmitted by facsimile to the Patent and Trademark Office on the date indicated below.

September 28, 2010
Date of Transmission


Signature

Darlene J. Morin
Typed Name of Person Signing Certificate

PATENT

Attorney Docket No.: 22569-004001

ASSIGNMENT

For valuable consideration, I, Roy Schoenberg, MD MPH, of 1 Avery Street, Apt 33d, Boston MA 02111; hereby assign to AMERICAN WELL INC., a corporation of Delaware, having a place of business at 75 State Street, 26th Floor, Boston, MA 02109, and its successors and assigns (collectively hereinafter called "the Assignee"), the entire right, title and interest throughout the world in the inventions and improvements which are subject of an application for United States Patent signed by me, entitled CONNECTING CONSUMERS WITH SERVICE PROVIDERS, filed June 15, 2007, and assigned U.S. Serial Number 11/763,700, this assignment including said application, any and all United States and foreign patents, utility models, and design registrations granted for any of said inventions or improvements, and the right to claim priority based on the filing date of said application under the International Convention for the Protection of Industrial Property, the Patent Cooperation Treaty, the European Patent Convention, and all other treaties of like purposes; and I authorize the Assignee to apply in all countries in my name or in its own name for patents, utility models, design registrations and like rights of exclusion and for inventors' certificates for said inventions and improvements; and I agree for myself and my respective heirs, legal representatives and assigns, without further compensation to perform such lawful acts and to sign such further applications, assignments, Preliminary Statements and other lawful documents as the Assignee may reasonably request to effectuate fully this assignment.

Attorney Docket No.: 22569-004001

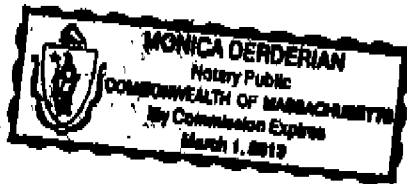
DATE: 7/16/2007

[Signature]
ROY SCHOENBERG, MD MPH

STATE OF Massachusetts
COUNTY OF Suffolk) SS.

On July 16, 2007 before me, the undersigned, a notary public for the State of MA, there personally appeared ROY SCHOENBERG, MD MPH personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to this Assignment, who acknowledged having executed the same in his authorized capacity and that by his signature on this Assignment, the person or the entity upon behalf of which he acted, executed this Assignment.

WITNESS my hand and official seal.



Monica Derderian
Notary Public

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Attorney Docket No.: 22569-0001001

DECLARATION BY OFFICER OF CORPORATION

I, Roy Schoenberg, MD MPH, of 2 Avery Street Apt. 37E, Boston MA 02111, as a duly authorized officer of AMERICAN WELL CORPORATION, a corporation of Delaware, having a place of business at 75 State Street, 26th Floor, Boston, MA 02109, hereby declare that:

1. Upon information and belief, I understand that the patents and patent applications, being identified in the attached Schedule A and being hereinafter referred to as "PATENTS AND PATENT APPLICATIONS," were assigned to American Well Systems and/or American Well Inc., a corporation of Delaware, having a place of business at 75 State Street, 26th Floor, Boston, MA 02109.
2. Upon information and belief, it is my understanding that American Well Inc., a corporation of Delaware, having a place of business at 75 State Street, 26th Floor, Boston, MA 02109, did not exist as a legal entity at the time of assignment of the PATENTS AND PATENT APPLICATIONS.
3. Upon information and belief, it is my understanding that American Well Systems, a corporation of Delaware, having a place of business at 75 State Street, 26th Floor, Boston, MA 02109, did not exist as a legal entity at the time of assignment of the PATENTS AND PATENT APPLICATIONS.
4. Upon information and belief, at the time of assignment of the PATENTS AND PATENT APPLICATIONS, it is my understanding that the only legal entity with a name including the phrase "American Well" is AMERICAN WELL CORPORATION, a corporation of Delaware, having a place of business at 75 State Street, 26th Floor, Boston, MA 02109.
5. Upon information and belief, it is my understanding that the assignment of the PATENTS AND PATENT APPLICATIONS to American Well Systems and/or American Well Inc., a corporation of Delaware, having a place of business at 75 State Street, 26th Floor, Boston, MA 02109, was a typographical error, because American Well Systems and/or

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PATENT
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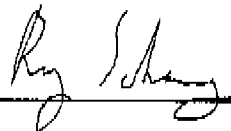
Attorney Docket No.: 22569-0001001

American Well Inc. should have been identified as AMERICAN WELL CORPORATION, a corporation of Delaware, having a place of business at 75 State Street, 26th Floor, Boston, MA 02109.

- 6. Schedule B, attached hereto, includes a copy of Entity Details for AMERICAN WELL CORPORATION from the Delaware Division of Corporations. Per the attached Schedule B, AMERICAN WELL CORPORATION was incorporated as a legal entity on 06/01/2006.

I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true.

DATE: 7/28/2010



ROY SCHOENBERG, MD MPH

Attorney Docket No.: 22569-0001001

SCHEDULE A**U.S. Patents and Patent Applications**

SERIAL	TITLE	INVENTOR	PUBLICATION	FILED
11/763,680	CONNECTING CONSUMERS WITH SERVICE PROVIDERS	7,590,550	US-2008-0065726-A1	6 /15/2007
12/031,018	CONNECTING CONSUMERS WITH SERVICE PROVIDERS		US-2008-0133511-A1	2 /14/2008
12/264,524	CONNECTING CONSUMERS WITH SERVICE PROVIDERS		US-2009-0063188-A1	11/4 /2008
12/270,224	CONNECTING PROVIDERS OF FINANCIAL SERVICES		US20090138317-A1	11/13/2008
12/348,642	CONNECTING PROVIDERS OF LEGAL SERVICES		US-2009-0113312-A1	1 /5 /2009
12/548,021	CONNECTING CONSUMERS WITH SERVICE PROVIDERS		US-2009-0313043-A1	8 /26/2009
11/763,700	CONNECTING CONSUMERS WITH SERVICE PROVIDERS		US-2008-0065414-A1	6 /15/2007
12/038,110	DOCUMENTING REMOTE ENGAGEMENTS		US-2009-0089096-A1	2 /27/2008
12/098,669	CONSOLIDATION OF CONSUMER INTERACTIONS WITHIN A MEDICAL BROKERAGE SYSTEM	7,653,558	US-2009-0089088-A1	4 /7 /2008
12/638,380	CONSOLIDATION OF CONSUMER INTERACTIONS WITHIN A MEDICAL BROKERAGE SYSTEM		US-2010-0094659-A1	12/15/2009
12/117,324	IDENTIFYING CLINICAL TRIAL CANDIDATES		US-2009-0089098-A1	5 /8 /2008
12/059,165	AUCTIONING PROVIDER PRICES		US-2009-0089084-A1	3 /31/2008
12/059,292	MANAGING UTILIZATION		US-2009-0089085-A1	3 /31/2008

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PATENT
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Attorney Docket No.: 22569-0001001

SERIAL	TITLE	INVENTOR	APPLICATION	FILED
12/034,797	IDENTIFYING TRUSTED PROVIDERS		US-2009-0089074-A1	2/21/2008
12/129,172	TRACKING THE AVAILABILITY OF SERVICE PROVIDERS ACROSS MULTIPLE PLATFORMS		US-2009-0089090-A1	5/29/2008
12/098,720	IDENTIFICATION OF HEALTH RISKS AND SUGGESTED TREATMENT ACTIONS		US-2009-0089097-A1	4/7/2008
12/061,338	MEDICAL LISTENER		US-2009-0089086-A1	4/2/2008
12/256,216	CONNECTING CONSUMERS WITH SERVICE PROVIDERS		US-2009-0112623-A1	10/22/2008
12/098,758	CONNECTING SERVICE PROVIDERS AND CONSUMERS OF SERVICES INDEPENDENT OF GEOGRAPHICAL LOCATION		US-2009-0150252-A1	4/7/2008
12/124,247	PROVIDER SUPPLY & CONSUMER DEMAND MANAGEMENT		US-2009-0089147-A1	5/21/2008
12/098,732	CONTINUITY OF MEDICAL CARE		US-2009-0254361-A1	4/7/2008
12/105,784	ESTABLISHMENT OF A TELEPHONE BASED ENGAGEMENT		US-2009-0262919-A1	4/18/2008
12/140,760	ARRANGING REMOTE ENGAGEMENTS		US-2009-0313076-A1	6/17/2008
12/396,406	REMOTE MEDICAL SERVICING			3/2/2009
11/612,983	VENDOR AND CONSUMER MATCHING		US 2007-0150372 A1	12/19/2006
12/486,637	PATIENT DIRECTED INTEGRATION OF REMOTELY STORED MEDICAL INFORMATION WITH A BROKERAGE SYSTEM		US-2009-0319296-A1	6/17/2009

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PATENT
REEL: 025057 FRAME: 0140

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NO.	TITLE	FILED	DATE
12/614,842	PROVIDER-TO- PROVIDER CONSULTATIONS		11/9 /2009
12/782,193	PROVIDER DECISION SUPPORT		5 /18/2010
61/223,901	MEDICAL HOME		7 /8 /2009
12/633,115	CONNECTING CONSUMERS WITH SERVICE PROVIDERS		12/8 /2009
61/256,843	COUPON CODES		10/30/2009
61/262,718	CONNECTING CONSUMERS WITH SERVICE PROVIDERS		11/19/2009
61/312,547	ONLINE CARE FOR PROVIDER PRACTICES		3 /10/2010
61/320,100	CONNECTING CONSUMERS WITH PROVIDERS		4 /1 /2010

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Foreign Patents and Patent Applications

SERIAL #	TITLE	FILED	COUNTRY	PUBLICATION #
2007292359	CONNECTING CONSUMERS WITH SERVICE PROVIDERS	9 /5 /2007	AU	
2662786	CONNECTING CONSUMERS WITH SERVICE PROVIDERS	9 /5 /2007	CA	
07841870.4	CONNECTING CONSUMERS WITH SERVICE PROVIDERS	9 /5 /2007	EP	2062215
09111060.3	CONNECTING CONSUMERS WITH SERVICE PROVIDERS	9 /5 /2007	HK	1132067
2009-527534	CONNECTING CONSUMERS WITH SERVICE PROVIDERS	9 /5 /2007	JP	2010-503122
2701257	AUCTIONING PROVIDER PRICES	10/1 /2008	CA	
08836297.5	AUCTIONING PROVIDER PRICES	10/1 /2008	EP	
2701259	TRACKING THE AVAILABILITY OF SERVICE PROVIDERS ACROSS MULTIPLE PLATFORMS	10/1 /2008	CA	
08835498.0	TRACKING THE AVAILABILITY OF SERVICE PROVIDERS ACROSS MULTIPLE PLATFORMS	10/1 /2008	EP	
PCT/US2008/086194	CONNECTING SERVICE PROVIDERS AND CONSUMERS OF SERVICES INDEPENDENT OF GEOGRAPHICAL LOCATION	12/10/2008	CA	

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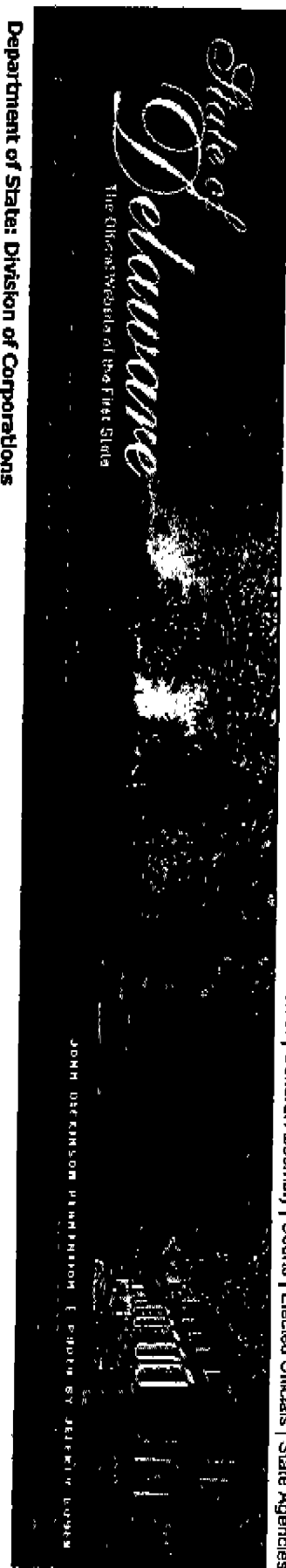
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Attorney Docket No.: 22569-0001001-

SERIAL NUMBER	TITLE	DATE	COUNTRY	PATENT NUMBER
08859307.4	CONNECTING SERVICE PROVIDERS AND CONSUMERS OF SERVICES INDEPENDENT OF GEOGRAPHICAL LOCATION	12/10/2008	EP	
2701267	PROVIDER SUPPLY & CONSUMER DEMAND MANAGEMENT	10/1 /2008	CA	
08836541.6	PROVIDER SUPPLY & CONSUMER DEMAND MANAGEMENT	10/1 /2008	EP	
PCT/US2009/036908	ESTABLISHMENT OF A TELEPHONE BASED ENGAGEMENT	3 /12/2009	WO/PCT	WO2009/137164
PCT/US2010/025330	REMOTE MEDICAL SERVICING	2 /25/2010	WO/PCT	
PCT/US2009/047649	PATIENT DIRECTED INTEGRATION OF REMOTELY STORED MEDICAL INFORMATION WITH A BROKERAGE SYSTEM	6 /17/2009	WO/PCT	WO 2009/155336

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Entity Details

THIS IS NOT A STATEMENT OF GOOD STANDING

File Number:

4119617

Incorporation Date:

06/01/2006
(mm/dd/yyyy)

Entity Name:

AMERICAN WELL CORPORATION

Entity Kind:

CORPORATION

Entity Type:

GENERAL

Registered:

DOMESTIC

State:

DE

REGISTERED AGENT INFORMATION

Name:

CORPORATION SERVICE COMPANY

Address:

2711 CENTERVILLE ROAD SUITE 400

City:

WILMINGTON

County:

NEW CASTLE

State:

DE

Postal Code:

19808

Phone:

(302)636-5401