

05-29-1998

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Form PTO-1594

SHEET U.S. Department of Commerce
Patent and Trademark Office



100724116

MRP 5-8-98

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

1. Name of conveying party(ies):
 American Medical Security, Inc.
 Individual(s) Association
 General Partnership Limited
 Corporation-State Delaware Partnership
 Other:
 Additional name(s) of conveying party(ies) attached?
 Yes No

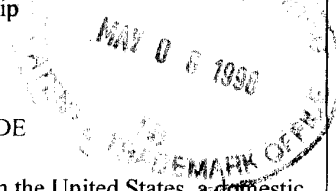
3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other

Execution Date: December 20, 1994

2. Name and address of receiving party(ies):
 Name: American Medical Security Group, Inc.
 Internal Address:
 Street Address: 3100 AMS Boulevard
 City: Green Bay State: Wisconsin Zip: 54302
 Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation-State - DE
 Other

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

(Designations must be a separate document from Assignment) Additional names(s) & address(es) attached?
 Yes No



4. Application number(s) or registration number(s):
 A. Trademark Application No.(s)
 75/051,348

Additional numbers

B. Trademark registration No.(s)
 2,056,818 and 2,040,158

attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Richard S. Marcus
 Internal Address: Godfrey & Kahn, S.C.

Street Address: 780 N. Water Street

City: Milwaukee State: Wisconsin Zip: 53202

6. Total number of applications and registrations involved:.....[3]

7. Total fee (37 CFR 3.41):\$90.00
 Enclosed
 Authorized to be charged to deposit account any fee deficiencies

8. Deposit account number: 07-1509

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

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01 FC:481
02 FC:482

40.00 OP
50.00 OP

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.

Richard S. Marcus
 Name of Person Signing

 5/5/98
 Signature Date

Total Number of pages comprising cover sheet: [1]

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "AMERICAN MEDICAL SECURITY, INC.", CHANGING ITS NAME FROM "AMERICAN MEDICAL SECURITY, INC." TO "AMERICAN MEDICAL SECURITY GROUP, INC.", FILED IN THIS OFFICE ON THE TWENTY-NINTH DAY OF DECEMBER, A.D. 1994, AT 10 O'CLOCK A.M.



Edward J. Freel

Edward J. Freel, Secretary of State

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960199635

AUTHENTICATION: 8019668

DATE: 07-09-96
TRADEMARK

REEL: 1731 FRAME: 0570

CERTIFICATE OF AMENDMENT
OF CERTIFICATE OF INCORPORATION

AMERICAN MEDICAL SECURITY, INC., a corporation duly organized and existing under and by virtue of the General Corporation Law of the State of Delaware, does hereby certify:

FIRST, That the Board of Directors of said corporation, by the unanimous written consent of its members, filed with the minutes of the Board, adopted a Resolution on the 20th day of December, 1994 proposing and declaring advisable the following Amendment to the Certificate of Incorporation of said corporation:

RESOLVED: That the Certificate of Incorporation of the corporation be amended by changing the Article thereof numbered "I" (One), to be effective as of January 1, 1995, so that as amended said Article shall be and read as follows:

ARTICLE I:
CORPORATE NAME

The name of the Corporation is American Medical Security Group, Inc.


SECOND, That in lieu of a meeting and a vote of Stockholders, the Stockholders have given written consent to said Amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware, and said written consent was filed with the Corporation.

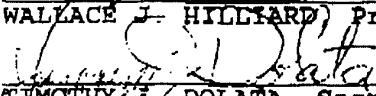
THIRD, That the aforesaid Amendment was duly adopted in accordance with the applicable provisions of Section 242 and 228 of Title 8 of the Delaware Code of 1953 and amendments thereto.

FOURTH, That the capital of said Corporation will not be reduced under or by reason of said amendment.

IN WITNESS WHEREOF, American Medical Security, Inc., Inc. has caused this Certificate to be signed by Wallace J. Hilliard, its President and Timothy J. Dolata, its Secretary, this 20th day of December, 1994.

AMERICAN MEDICAL SECURITY, INC.



WALLACE J. HILLIARD, President


TIMOTHY J. DOLATA, Secretary

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FROM CORP TRUST DOVER DE