

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Release of Security Interest at Reel/Frame No. 3345/0992		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
The Bank of New York		12/13/2007	Unknown:
RECEIVING PARTY DATA			
Name:	ValueOptions, Inc.		
Street Address:	240 Corporate Boulevard		
City:	Norfolk		
State/Country:	VIRGINIA		
Postal Code:	23502		
Entity Type:	CORPORATION: VIRGINIA		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Serial Number:	76624009	HEALTHYMINDS	
Serial Number:	76639837	VALUEOPTIONS	
Serial Number:	76639836	VALUEOPTIONS	
CORRESPONDENCE DATA			
Fax Number:	(714)755-8290		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Email:	ipdocket@lw.com		
Correspondent Name:	Latham & Watkins LLP		
Address Line 1:	650 Town Center Drive		
Address Line 2:	Suite 2000		
Address Line 4:	Costa Mesa, CALIFORNIA 92626		
ATTORNEY DOCKET NUMBER:	022411-0883		
NAME OF SUBMITTER:	Rhonda DeLeon		
Signature:	/Rhonda DeLeon/		

OP \$90.00 76624009

Date:

12/14/2007

Total Attachments: 4

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RELEASE OF SECURITY INTEREST
IN INTELLECTUAL PROPERTY COLLATERAL
(THIRD LIEN)

This RELEASE OF SECURITY INTEREST IN INTELLECTUAL PROPERTY COLLATERAL (this "Release"), dated as of December 13, 2007, is made by THE BANK OF NEW YORK, as collateral agent (the "Collateral Agent") under the Credit Agreement referred to below (terms used in this Release and not herein defined shall have the meanings set forth in the Credit Agreement).

WHEREAS, FHC HEALTH SYSTEMS, INC., a Virginia corporation ("Company") and the Collateral Agent entered into that certain AMENDED AND RESTATED THIRD LIEN TERM LOAN, LETTER OF CREDIT AND GUARANTY AGREEMENT, dated as of June 28, 2006, by and among Company, Collateral Agent, CERTAIN SUBSIDIARIES OF COMPANY, as Guarantors, the Lenders and agents party hereto from time to time;

WHEREAS, in connection with the Credit Agreement, the Company and certain of the Company's Subsidiaries granted security interests in certain intellectual property owned by the Company listed on Annex I attached hereto (collectively, the "IP Collateral");

WHEREAS, (i) that certain Grant of Trademark Security Interest, dated as of June 28, 2006, between Company and The Bank of New York was recorded in the U.S. Patent and Trademark Office on July 11, 2006, and on the reel/frame 003345/0992 and (ii) that certain Grant of Trademark Security Interest, dated as of February 9, 2005, between Company and The Bank of New York was recorded in the U.S. Patent and Trademark Office on February 28, 2005, and on the reel/frame 003036/0198 (collectively, the "Trademark Security Agreements");

WHEREAS, that certain Grant of Copyright Security Agreement, dated as of February 9, 2005, between Company and The Bank of New York was recorded in the U.S. Copyright Office on March 2, 2005 at volume/document number 3521/506 (the "Copyright Security Agreement" and, together with the Trademark Security Agreements, the "Security Agreements"); and

NOW THEREFORE, the Collateral Agent hereby RELEASES, without representation, recourse or warranty whatsoever, all of its security interest in the IP Collateral, whether granted pursuant to the Security Agreements or any other agreement or document delivered in connection with the Credit Agreement, and the Collateral Agent hereby reassigns any and all such right, title and interest (if any) that the Collateral Agent may have in the IP Collateral to the Company.

The Collateral Agent agrees, at the Company's expense, to cooperate with the Company and its Subsidiaries and to provide the Company and its Subsidiaries with the information and additional authorization reasonably required or desirable to effect the release of the Collateral Agent's security interest in the released collateral described herein.

[Remainder of the page intentionally left blank]

IN WITNESS WHEREOF, the Collateral Agent has executed this Release as of the date first above written.

THE BANK OF NEW YORK,
as Collateral Agent

By: Andrea Pfanning
Name: **Andrea Pfanning**
Title: **Vice President**


ANNEX I

Trademark Collateral

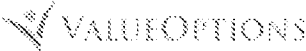
HEALTH MANAGEMENT STRATEGIES INTERNATIONAL, INC.

Mark	Application No. Filing Date	Registration No. Registration Date
HEALTH MANAGEMENT STRATEGIES	74/273,068 05/07/92	1,789,595 08/24/93

MASSACHUSETTS BEHAVIORAL HEALTH PARTNERSHIP

Mark	Application No. Filing Date	Registration No. Registration Date
MBHP	78/231,367 03/28/03	2,865,003 07/20/04
	78/231,372 03/28/03	2,865,004 07/20/04

VALUEOPTIONS, INC.

Mark	Application No. Filing Date	Registration No. Registration Date
VALUEOPTIONS, INC.		
ACHIEVE SOLUTIONS	76/261,858 05/25/01	2,701,189 03/25/03
EAP EXPRESS	76/213,430 02/21/01	2,673,377 01/07/03
EAP EXPRESS	76/213,436 02/21/01	2,673,378 01/07/03
HEALTHYMINDS	76/624,009 12/08/04	
VALUE OPTIONS	76/639,837 06/01/05	3,089,322 05/09/06
	76/639,836 06/01/05	3,151,439 10/03/06

Copyright Collateral

ABSOLUTE INTEGRATED SOLUTIONS, INC.

Title	Registration No. Registration Date
Impact tracking and critical management system	TXu-878-000

HEALTH MANAGEMENT STRATEGIES INTERNATIONAL, INC.

Title	Registration No. Registration Date
HMS criteria manual	TX-3-654-394 10/13/93
Mental health review criteria: version 3	TXu-684-212 03/10/95
Mental health review criteria workbook	TX-3-655-536 10/13/93
Mental health review criteria workbook: version 3.0	TX-4-011-026 03/10/95
Mental health strategies forum participant's manual	TX-3-444-979 04/09/92
Psychiatric management program: mental health review guidelines	TX-2-895-728 07/12/90
Psychiatric utilization management program clinical training manual	TX-2-531-312 03/21/89
Psychiatric utilization management program clinical training manual; Psychiatric/substance abuse clinical criteria	TX-2-943-996 08/07/90

VALUEOPTIONS, INC.

Title	Registration No. Registration Date
Consumer recovery outcomes system (CROS)	TXu-728-953 02/19/99
Value Behavioral Health, Inc. clinical criteria for public sector programs	TXu-856-621
Value Behavioral Health, Inc. clinical group operations manual	TX-4-061-606