BCSBD ONLY

Insurance Company	Policy Type	Policy Number
CIGNA	Travel accident	ABL663877
Reliance National	Medical professional MCO, E&O and general liability	NPB 1495736

Section 4.19 Intellectual Property

CAREFIRST OF MARYLAND, INC.:

308/00107-1	CAREFIRST (Classes 16, 36, 41 and 42)	Reg. No. 1,546,326	Registered
308/00108-1	CAREFIRST (Class 200)	Reg. No. 1,543,100	Registered
308/00110-1	Miscellaneous Design (Shaking Hand)	Reg. No. 1,543,834	Registered (Assigned to Blue Cross Blue Shield Association)
308/00113-1	Miscellaneous Design (Heart and Cross) (Classes 16, 36, 41 and 42)	Reg. No. 1,755,293	Registered
308/00115-1	Miscellaneous Design (Heart and Cross) (Class 200)	Reg. No. 2,213,556	Registered
308/00116-1	POTOMAC HEALTH (Class 200)	Reg. No. 1,793,133	Registered
308/00117-1	POTOMAC HEALTH (Classes 16, 36, 41 and 42)	Reg. No. 1,780,232	Registered
308/00118-1	Miscellaneous Design (Heart, Cross and Hands) (Class 200)	Reg. No. 2,229,775	Registered
308/00119-1	Miscellaneous Design (Heart, Cross and Waves) (Class 200)	Reg. No. 2,229,774	Registered
308/00124-1	Miscellaneous Design (Heart, Cross and Banner) (Classes 16, 36, 41 and 42)	Reg. No. 2,229,778	Registered

308/00125-1	Miscellaneous Design (Heart, Cross and Banner) (Class 200)	Reg. No. 2,229,777	Registered
308/00129-1	DELMARVA HEALTH PLAN	Reg. No. 2,035,161	Registered
308/00130-1	DHP	Reg. No. 2,035,160	Registered
308/00131-1	DHP and Design (Goose Design)	Reg. No. 2,056,823	Registered
308/00132-1	SHORECARE	Reg. No. 2,388,946	Registered
308/00134-1	CHOICE ADVANTAGE	Reg. No. 1,934,775	Registered
308/00135-1	Miscellaneous Design (Hands and Heart)	Reg. No. 1,963,697	Registered
308/00137-1	ADVANTAGE (Classes 16, 36, 41, 42 and 200)	Reg. No. 2,146,918	Registered
308/00141-1	POTOMAC HEALTH and Design (Classes 16 and 41)	Reg. No. 1,678,453	Registered
308/00148-1	FREE STATE HEALTH PLAN	Reg. No. 2,085,621	Registered
308/00150-1	NEW CHOICE	Reg. No. 1,633,535	Registered
308/00163-1	MEDICAREFIRST	Reg. No. 2,010,084	Registered
308/00165-1	FIRSTCARE	Reg. No. 2,360,471	Registered
308/00170-1	TEMPMED	Reg. No. 1,837,052	Registered
308/00171-1	GOLD STANDARD	Reg. No. 1,484,586	Registered
308/00172-1	CARETRAC	Reg. No. 1,757,194	Registered
308/00174-1	MARYLAND POINT OF SERVICE	Reg. No. 1,719,689	Registered
308/00176-1	SPECTRAFLEX	Reg. No. 1,493,522	Registered
308/00177-1	HEALTHELECT (Stylized letters)	Reg. No. 1,590,163	Registered

308/00178-1	HEALTHELECT	Reg. No. 1,590,156	Registered
308/00179-1	CUSTOM COMP	Reg. No. 1,551,264	Registered
308/00184-1	IHM	Reg. No. 1,987,587	Registered
308/00185-1	IHM	Reg. No. 1,996,015	Registered
308/00190-1	PERSONAL COMP	App. Ser. No. 75/345,791	Pending
308/00193-1	NEW CHOICE	Reg. No. 1,633,411	Registered
308/00198-1	MEDICAREFIRST and Design	App. Ser. No. 75/454,857	Pending
308/00205-1	CAREFIRST	Maryland State Reg. No. 00530	Registered
308/00207-1	CAREFIRST	Maryland State Reg. No. 00531	Registered
308/00209-1	CAREFIRST (Stylized letters) (blue)	Reg. No. 2,354,102	Registered
308/00210-1	CAREFIRST (Stylized letters)	App. Ser. No. 75/506,519	Inadvertently abandoned – Petition to Revive filed
308/00217-1	MARYLAND DENTAL PLAN	Reg. No. 2,401,371	Registered
308/00220-1	MARYLAND DENTAL PLAN	Maryland State Trademark Reg. No. 00651	Registered
308/00221-1	PATUXENT MEDICAL GROUP, INC. and Design	Reg. No. 1,743,777	Registered
308/00231-1	NATIONAL CLAIMS ADMINISTRATIVE SERVICES, INC.	Reg. No. 1,813,993	Registered
308/00232-1	NATIONAL CLAIMS ADMINISTRATIVE SERVICES	Reg. No. 1,547,814	Registered
308/00233-1	NCAS and Design	Reg. No. 1,420,427	Registered

308/00234-1	NCAS	Reg. No. 1,420,426	Registered
308/00235-1	INSIDE CAREFIRST.COM	App. Ser. No. 75/787,773	Pending
308/00237-1	CAREFIRST OPTIONS	App. Ser. No. 75/831,130	Pending
308/00267-1	INDIVIDUAL EXPRESS		Filed 04/26/01

GROUP HOSPITALIZATION AND MEDICAL SERVICES, INC.:

CAPIDENT and Design	Reg. No. 1,524,796	Registered
CAPITALCARE	Reg. No. 2,117,832	Registered
FLEXX	Reg. No. 1,379,488	Registered
BCBS-NCA (stylized letters)	Reg. No. 1,633,402	Registered
PROTOCOL	Reg. No. 1,891,341	Registered
BCBS-NCA	Reg. No. 1,633,402	Registered

BCBSD, INC.:

1. Blue Access – BCBSD's voice response
2. Blue Care® - IPA/HMO product line
3. Blue Chip® - Promote BCBSD's high quality
4. Blue Choice® - PPO product
5. Blue Classic sm – Traditional indemnity product
6. Blue Dental
7. BlueMax
8. Blue Ribbon – BCBSD's panel of physicians description
9. Blue Select® - Point-of-service product
10. www.bcbsde.com – BCBSD's internet web address
11. Blue Values – Value added health features
12. BlueLine – Electronic employee newsletter
13. Medicare Blue – BCBSD's Medicare+Choice plan
14. Your Blue Connection – Approval to use the phrase in advertising/communication materials, not as a web site address. Request was originally for a web site address. Descriptive advertising phrase regarding bcbsde.com.
15. Dental Health Plus sm
16. Dental HMO
17. Allnation®
18. BCBSD leases software from the following vendors: HBOC and Computer Associates.

CareFirst Disclosure Schedules
Agreement and Plan of Merger
November ___, 2001

SOFTWARE OWNED

Application Acronym	Application Name	Owner/ Licensee
ACRT	Local Account Reporting	BCBS-MD
ACSP	Account Support	BCBS-MD
ACTR	Account Installation Tracking	BCBS-MD
Admin	Contract Administration	BCBS-MD
Admin	Credential Info	BCBS-MD
Admin	ROOM	BCBS-MD
Admin	TELON HELP FACILITY	BCBS-MD
AdminiStar	AdminiStar	BCBS-MD
AGNT	Agent Commission System	BCBS-MD
AIAE	Account Installation/Automated Enrollment	BCBS-MD
ASCL	Account Settlement	BCBS-MD
Back-End	EZCD	BCBS-MD
Back-End	Local Inventory - Claims Rpts	BCBS-MD
Back-End	Misc. Claims Programs	BCBS-MD
Back-End	Misc. FLEXX Related Programs	BCBS-MD
Back-End	Miscellaneous User Reports	BCBS-MD
Bank	Bank Reconciliation	BCBS-MD
Bank	Check Writing	BCBS-MD
Bank	FEP Coinsurance	BCBS-MD
BANK	Home Bank Financials	BCBS-MD
BCIQ	Enrollment & Claims Inquiry System	BCBS-MD
Bell Affiliates	Bell Affiliates	BCBS-MD
BIDS	Benefit Identification System	BCBS-MD
BROK	Broker Commissions	BCBS-MD
BROK	Broker Interface	BCBS-MD
BSEPRES	FEP Blue Shield/Express	BCBS-MD
BUS	Business Unification System - Automated Enrollment	BCBS-MD
C&B	Budget	BCBS-MD
C&B	Cost	BCBS-MD
CARA	CARE Adjudication	BCBS-MD
CARP	CARE Payment	BCBS-MD
CARR	CARE Registration	BCBS-MD
CASE	Contracts - CASE	BCBS-MD
CASH	Cash Management	BCBS-MD
CBPS	Charge Based Pricing System	BCBS-MD
CBSP	Consolidated Billing System	BCBS-MD
CCCM	Centralized Claim Check Mgmt	BCBS-MD
CCOL	Credit & Collections	BCBS-MD
CFCS	Corporate File Cabinet	BCBS-MD

Application Acronym	Application Name	Owner/ Licensee
CHAR	CHARMAR	BCBS-MD
CHCK	Claim Check Processing (CR127000)	BCBS-MD
CIAS	Control Inquiry Analysis System	BCBS-MD
CIM	Claim Inventory Management	BCBS-MD
CINQ	Customer Service Inquiry	BCBS-MD
CREN	Claims Re-Engineering	BCBS-MD
CTI	Computer Telephone Integration	BCBS-MD
DBA	Database Admin Utilities	BCBS-MD
DDE	Data Dictionary Extracts	BCBS-MD
DEMD	NASCO Claims Table Updates	BCBS-MD
DREA	Doctors Earnings (1099)	BCBS-MD
EABS	Enrollment & Billing System	BCBS-MD
EIS	EIS	BCBS-MD
EMCI	EMC	BCBS-MD
EMIL	Executive Mail Tracker	BCBS-MD
ESEC	Executive Secretary	BCBS-MD
EXEC	Executrak	BCBS-MD
FA	Cash Application	BCBS-MD
FPS	Imaging - FEP	BCBS-MD
GBEN	Group Benefits	BCBS-MD
GBIL	Group Billing	BCBS-MD
GMDB	Group Master Data Base (IMS)	BCBS-MD
GMIR	Group Master (GMIR, GMIQ, GMUP)	BCBS-MD
GMMS	Carewatch	BCBS-MD
GSUM	Group Summary	BCBS-MD
HCHG	Hospital Charge Audit	BCBS-MD
HEDIS	HEDIS Reporting; file extracts	BCBS-MD
HPAS	Hospital Payment Analysis	BCBS-MD
IARS	Integrated Account Reporting	BCBS-MD
ICAS	Interactive Claims Analysis System(GMIS)	BCBS-MD
ICMS	Individual Case Management	BCBS-MD
IDCD	ID Cards	BCBS-MD
IHM	IHM QI/HE Enrollment/Top 10 Rpt	BCBS-MD
IHM	Managed Care Reporting System	BCBS-MD
IMDI	IMD Underwriting	BCBS-MD
INBS	Individual Broker Market System	BCBS-MD
INDV	individualexpress (part of carefirst.com)	BCBS-MD
INTA	insidecarefirst.com	BCBS-MD
INTR	E_Com_Distribution/source/com/CareFirst/architecture	BCBS-MD
INTR	E_Com_Distribution/source/com/CareFirst/com	BCBS-MD
INTR	E_Com_Distribution/source/com/CareFirst/common	BCBS-MD
INTR	E_Com_Distribution/source/com/CareFirst/edist	BCBS-MD

Application Acronym	Application Name	Owner/ Licensee
INTR	E_Com_Distribution/source/com/CareFirst/electronicenrollment	BCBS-MD
INTR	E_Com_Distribution/source/com/CareFirst/lil	BCBS-MD
INTR	E_Com_Distribution/source/com/CareFirst/spl	BCBS-MD
INTR	www.carefirst.com	BCBS-MD
ITSS	ITS Interface (in-house software)	BCBS-MD
LCKD	Corporate Keys	BCBS-MD
LCKM	Corporate Keys MANM	BCBS-MD
LEKD	Executive Keys	BCBS-MD
LMED	Marketing Encyclopedia	BCBS-MD
LMIS	MIS Forms	BCBS-MD
LOIC	Operating Integration Committees	BCBS-MD
LSGD	Sales Glossary	BCBS-MD
LSRG	Sales Resource Guide	BCBS-MD
MCAR	Managed Care System MZ00	BCBS-MD
MPOS	Maryland Point of Service/Enrollment	BCBS-MD
MPOS	Maryland Point of Service/Providers	BCBS-MD
MPPC	Multi-purpose Procedure Code Conversion	BCBS-MD
MPSE	MP Secure	BCBS-MD
NASC	NASCO Provider Updates	BCBS-MD
NASE	NASCO Interface(Enrollment)	BCBS-MD
NASR	NASCO Account Reporting	BCBS-MD
NLSE	Netlease Provider File Distribution	BCBS-MD
NMIS	Network Management Information System	BCBS-MD
OCLT	Outstanding Claims Liability/Trends	BCBS-MD
ONCO	OnContact	BCBS-MD
OPL	Other Party Liability	BCBS-MD
PCRD	Provider Credentialing	BCBS-MD
PHCS	API Claims Info that feeds MD Group Summary	BCBS-MD
PIMS	Provider Information Mgmt System	BCBS-MD
PREF	Provider Referral System	BCBS-MD
PROF	Profiles - Dental	BCBS-MD
PTR	Professional Provider Tape Reconciliatio	BCBS-MD
PVXX	PV00 - Instl. Providers	BCBS-MD
PVXX	PV40 - Prof. Providers	BCBS-MD
PVXX	PVX - Provider Extract	BCBS-MD
PVXX	PVXI - Provider Online Inquiry	BCBS-MD
RATE	Rate/Elig/Group Downloads	BCBS-MD
RETS	Retentions	BCBS-MD
RMCS	Rating & Monitoring	BCBS-MD
SBIL	Single Bill	BCBS-MD
SDIS	Suspense	BCBS-MD

Application Acronym	Application Name	Owner/ Licensee
SMIS	Sales & Marketing Information System	
SPIN	Medicare Spinoff	BCBS-MD
STAT	State of MD Interface	BCBS-MD
TER	Tenant Service Request Tracking	BCBS-MD
TIME	TIME System	BCBS-MD
TODE	Dental Claims Processing System	BCBS-MD
TP02	TP02/TP02BS	BCBS-MD
UB92	UB92	BCBS-MD
UDSS	Underwriting Decision Support System	BCBS-MD
UNCK	Abandoned Property/Unclaimed Check	BCBS-MD
UTLR	Utilization Control Program	BCBS-MD
VORE	Blueline	BCBS-MD
VORE	Subscriber Call Director	BCBS-MD
WHSE	Data Warehouse	BCBS-MD
	Asendia	BCBS-MD
	Broker Express	BCBS-MD
BUC$	Broker Commissions	GHMSI
Financials	1099s	GHMSI
Financials	Cash Disbursements	GHMSI
Financials	Cash Receipts	GHMSI
Financials	Currency	GHMSI
Financials	Line of Business (LOB) Budget	GHMSI
Financials	Postage	GHMSI
Financials	RICS -- Refund Inventory Control System	GHMSI
Financials	Underwriting	GHMSI
Financials	WECE	GHMSI
FLEXX	"Other" News	GHMSI
FLEXX	API (Pharmacy)	GHMSI
FLEXX	Avesis Claim Tape	GHMSI
FLEXX	FLEXX -- Batch, Online, and Utilities	GHMSI
FLEXX	FLEXX NEWS	GHMSI
FLEXX	Retrieval	GHMSI
FLEXX	Super Prototyping	GHMSI
Front-End	Admission Notice	GHMSI
Front-End	Geographic Area Table Update	GHMSI
IACS	IACS (Inquiry Analysis)	GHMSI
Interfaces	MD to NCA/HR Interfaces	GHMSI
ISS	DB III	GHMSI
ISS	REGI	GHMSI
ITS	InterPlan/ITS (FLEXX Surround)	GHMSI
ITS	ITS/GL Interface	GHMSI
LFEP	Eligiblity File Purge	GHMSI

Application Acronym	Application Name	Owner/ Licensee
LFEP	FEP -- Claims History Purge	GHMSI
LFEP	FEP -- Denied Claims Report	GHMSI
LFEP	FEP -- Inventory Purge	GHMSI
LFEP	FEP -- NEWS	GHMSI
LFEP	FEP - Ops Center Interface	GHMSI
LFEP	Non-FEP -- Claims History Purge	GHMSI
LFEP	Non-FEP -- Inventory Purge	GHMSI
Med A	Med A	GHMSI
Med B	Med B	GHMSI
MedD	Uitlization Mgmt -- UM Interfaces	GHMSI
Misc	HIT System	GHMSI
Misc	Micrographics	GHMSI
Misc	NASCO and Interface	GHMSI
Misc	QWIK Code	GHMSI
NMIS/SCIP	NMIS/SCIP -- Reports	GHMSI
Paperless	Paperless (FLEXX Surround)	GHMSI
PICA	Contracts - PICA	GHMSI
PMIS	PMIS/Personnel	GHMSI
PMIS	PMIS/Personnel	GHMSI
PMIS	PMIS/Personnel	GHMSI
PPQI	PPQI (Par Provider Query)	GHMSI
PPQI	Program Utilities (SX Series, only)	GHMSI
STATS	HealthTrax	GHMSI
STATS	Liabilties/IS Support	GHMSI
STATS	Misc. Statistical Programs	GHMSI
STATS	Renewals/User System	GHMSI
STATS	STATS -- Reporting	GHMSI
UB92	UB92	GHMSI
Voucher	Payment Tapes	GHMSI
Voucher	Voucher (FLEXX Surround)	GHMSI
WEBMD	Provider Electronic Claims	GHMSI
	Micrographics	GHMSI
CSC	Add On Modules To CSC System	
CSC	Appointment Scheduling	BCBS-MD
CSC	Encounter Procesing	BCBS-MD
CSC	Coordination of Benefits	BCBS-MD
CSC	Co-pay Billing	BCBS-MD
CSC	Accounts Receivable (Co-pay)	BCBS-MD
CSC	Pharmacy Management	BCBS-MD
CSC	Secondary Capitaion	BCBS-MD
CSC	Specialist Capitaion	BCBS-MD