

MRD 7-31-98

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U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office

Tab settings

To the Honorable Commissioner of

100784375

attached original documents or copy thereof.

1. Name of conveying party(ies):

CHI Temporary Services, Inc.

- Individual(s), Association, General Partnership, Limited Partnership, Corporation-State of Delaware, 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: March 30, 1998

2. Name and address of receiving party(ies)

Name: HF of Florida, LLC

Internal Address: Suite 200

Street Address: 4700 Ashwood Drive

City: Cincinnati State: Ohio ZIP: 45241

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State, Other Limited Liability Company of Delaware

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

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,431,595

Additional numbers attached? Yes No

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

Name: Thelen Reid & Priest LLP

Internal Address: Barry G. Magidoff, Esq., Room 2942

Street Address: 40 West 57th Street

City: NY State: NY ZIP: 10019

6. Total number of applications and registrations involved:

1

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

- Enclosed, Authorized to be charged to deposit account for

total fee and any additional fees

8. Deposit account number:

18-0805

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

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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.

Barry G. Magidoff Name of Person Signing

Signature

July 28, 1998

Date

Total number of pages including cover sheet, attachments, and document:

2

All documents to be recorded with required cover sheet information to:

Commissioner of Patents & Trademarks, Box Assignments TRADEMARK

Washington, D.C. 20331

REEL: 1762 FRAME: 0889

Trademark Assignment

WHEREAS, CHI Temporary Services, Inc., a Delaware corporation, with a principal place of business at 177 Crossways Park Drive, Woodbury, NY ("Assignor"), owns and is using the mark MEDI-FORCE (the "Mark") in connection with the following services: temporary home health care, and

WHEREAS, Assignor owns, together with all associated goodwill, free from encumbrance other than pursuant to written licensing agreements to Health Force Operating Corp., Health Force, Inc., Healthforce Company, and various franchisees, a federal registration for the Mark on the Principal Register of the United States Patent and Trademark Office, Registration No. 1,431,595, in connection with Goods and Services for Home Health Care and Nursing Care Services, in U.S. Class 100 and International Class 42, registered on March 3, 1987, and

WHEREAS, HF of Florida, LLC, a Delaware limited liability company, with a principal place of business at 4700 Ashwood Drive, Suite 200, Cincinnati, OH 45241, ("Assignee"), desires to acquire the Mark, the goodwill appurtenant thereto, and the above-referenced registration.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby assign to Assignee all right, title and interest in and to the Mark Registration No. 1,431,595 and the goodwill of the business symbolized thereby

Dated effective as of March 30, 1998.

CHI TEMPORARY SERVICES, INC

By *[Signature]*
Its: President

STATE OF NEW YORK
COUNTY OF Nassau

The foregoing instrument was acknowledged before me this 30th day of March, 1998 by DEREK DEWAN, the RESIDENT of CHI Temporary Services, Inc., a Delaware corporation on behalf of said corporation.

[Signature]
Notary Public, State and County aforesaid
My commission expires:
Commission No.:

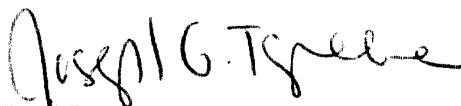
He/She: *[Signature]* is personally known to me
produced identification (specify type):
driver's license

RUTH E SPROWAL
Notary Public, State of New York
No 30-4785035
Qualified in Nassau County
Commission Expires April 30, 19 98

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CERTIFICATION

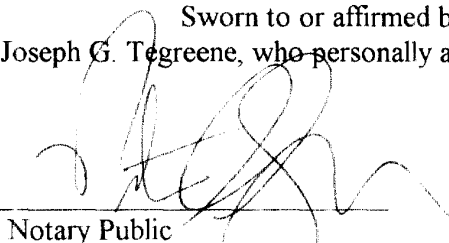
The Undersigned, Joseph G. Tegreene, an attorney of the State of Ohio, representing, and authorized to sign this document by, HF of Florida LLC, a Delaware limited liability company, hereby does certify that I have personally seen the original of the attached photocopy document, and that the attached photocopy is a true and accurate copy of an Assignment of the Registered Trademark MEDI-FORCE, Registration No. 1,431,595, executed by Derek Dewan, as President of the prior owner of the trademark, CHI Temporary Services, Inc., a Delaware corporation.



Joseph G. Tegreene

State of Ohio)
) ss.:
County of Cuyahoga)

Sworn to or affirmed before me this 23rd day of July, 1998, by Joseph G. Tegreene, who personally appeared before me and who is personally known to me.



Notary Public

PETER A. MEL, Attorney at Law
Notary Public, State of Ohio
My Commission has no expiration date
Section 147.63 D-1-C