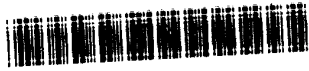


08-24-1998



RECORDATION FORM COVER SHEET
Dept. of Commerce, Patent and Trademark Office
TRADEMARKS ONLY

100798988

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

<p>1. Name of Conveying Party(ies): Vision 2000, Inc.</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State <input type="checkbox"/> Other _____</p> <p>Additional name(s) of conveying party(ies) attached? Yes <input type="checkbox"/> No <input checked="" type="checkbox"/></p>	<p>2. Name and address of Receiving Party(ies)</p> <p>Name: <u>Vision 2000 Technologies, Inc.</u> Internal Address _____ Street _____ Address <u>500 Church Street, Suite 200</u> City: <u>Nashville</u> State: <u>TN</u> ZIP: <u>37219</u></p> <p><input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation-State <u>TN</u> <input type="checkbox"/> Other _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(Designation must be a separate document from Assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Additional names and address attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>3. Nature of conveyance:</p> <p><input checked="" type="checkbox"/> Assignment _____ Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____</p> <p>Execution Date: As of January 15, 1998</p>	<p>4. Application number(s) or registration number(s):</p> <p>A. Trademark Application No.(s) B. Trademark registration No.(s) <u>2,031,704</u></p> <p>Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: <u>Mary Ward</u> Internal Address: _____ Street _____ Address: <u>414 Union Street, Suite 1600</u> City: <u>Nashville</u> State: <u>TN</u> ZIP: <u>37219</u></p>	<p>6. Total number of applications and registrations involved? <u>1</u></p> <p>7. Total fee (37 CFR 3.41) \$40.00 <input checked="" type="checkbox"/> Enclosed <input type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit Account Number: _____</p> <p>(Attach duplicate copy of this page if paying by deposit account)</p>
<p>08/24/1998 NGUYEN 00000051 2031704 (DO NOT USE THIS SPACE)</p>	
<p>9. Statement and Signature</p> <p><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></p> <p><u>Mary C. Ward</u> <u>Mary C Ward</u> <u>8/14/98</u> Name of person signing Signature Date</p> <p>Total number of pages comprising cover sheet: <u>1</u></p>	

08/24/1998 NGUYEN
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ASSIGNMENT OF TRADEMARKS

This Assignment of Trademarks ("Assignment") is executed as of January 15, 1998, by Vision 2000, Inc. ("Assignor"), a Tennessee corporation, in favor of Vision 2000 Technologies, Inc. ("Assignee"), a Tennessee corporation.

Assignor hereby assigns, quitclaims and conveys to Assignee all of Assignor's right, title and interest in and to all Trademarks as hereinafter defined. This Assignment is made without any warranty, express or implied.

The term "Trademarks," as used herein, means the U.S. trademarks listed on Schedule A and the goodwill associated therewith, and (b) all registrations, recordings and renewals thereof, and all applications in connection therewith, issued by or filed in a national, state or local governmental authority of any country.

This Assignment shall inure to the benefit of the heirs, successors and assigns of Assignee.

IN WITNESS WHEREOF, Assignor has executed this instrument as of the 15th day of January, 1998.

VISION 2000, INC.

By: 

Title: Vice President

SCHEDULE A

U.S. Registration No. 2,031,704 of "NOVAVISION"

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RECORDED: 08/17/1998

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REEL: 1772 FRAME: 0395