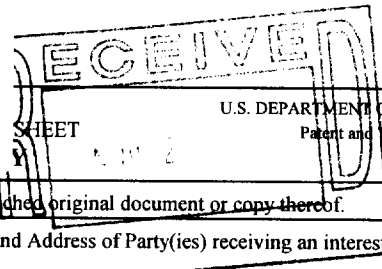


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10/27/98



U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

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

1. Name of Party(ies) conveying an interest:

Southeast Anesthesia Associates, P.A.
1620 Scott Avenue
Charlotte, North Carolina 28203

Individual(s) Association
 General Partnership Limited Partnership
 Corporation North Carolina
 Other

Additional name(s) of conveying party(ies) attached? Yes No

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

Effective Date: July 1, 1998

2. Name and Address of Party(ies) receiving an interest:

Name: Southeast Anesthesiology Consultants, P.A.
Street Address: 1620 Scott Avenue
Internal Address: _____
City: Charlotte State: North Carolina Zip: 28203

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation North Carolina
 Other _____

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

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

A. Trademark Application No.(s): 75/197,717

B. Trademark Registration No.(s): 2,174,366 2,172,345
2,194,668 2,193,070

Additional numbers attached? Yes No

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

Name: Mark H. Webbink, Esq.
Internal Address: Moore & Van Allen, PLLC
Street Address: 2200 West Main Street, Suite 800
City: Durham State: NC ZIP: 27705

6. Total number of applications and registrations involved: 5

7. Total fee (37 CFR 3.4): \$ 140.00

Enclosed
 Authorized to be charged to deposit account
(Any Deficiency)

8. Deposit account number:
13-4365
(Attach duplicate copy of this form if paying by deposit account):

DO NOT USE THIS SPACE

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.

Mark H. Webbink, Esq. [Signature] 10/27/98
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments and document: 5

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

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

CERTIFICATE OF MAILING

I hereby certify that this paper is being deposited with the United States Postal Service as first class mail in an envelope addressed to the Commissioner Of Patent And Trademarks, Washington, DC 20231, BOX ASSIGNMENTS.

TIM KROLL
(Typed or printed name of person signing the certificate)

[Signature]
(Signature of the person signing the certificate)

10/27/98
(Date of Signature)

11/04/1998 SBURMS 00000162 75197717

01 FC:481 40.00 OP
02 FC:482 100.00 OP

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TRADEMARK
REEL: 1808 FRAME: 0904

Service Mark Assignment

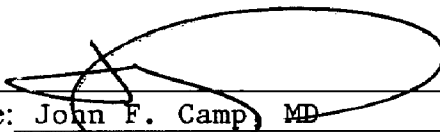
WHEREAS, Southeast Anesthesia Associates, P.A., a North Carolina professional corporation with its principal place of business at 1620 Scott Avenue, Charlotte, North Carolina 28203 ("Assignor"), owns, is using, and/or and has a bona fide intent to use the marks shown in Schedule A, annexed hereto (the "Marks"), in connection with the services shown on Schedule A; and

WHEREAS, Assignor has registered or applied to register the Marks on the Principal Register of the United States Patent and Trademark Office based on Assignor's use or bona fide intent to use the Marks in connection with the above-described services, the Registration Numbers, Application Serial Numbers, and filing/registration dates for which are shown in Schedule A, annexed hereto (the "Registrations" or "Applications," as the case may be); and

WHEREAS, Southeast Anesthesiology Consultants, P.A., a North Carolina professional corporation with its principal place of business at 1620 Scott Avenue, Charlotte, North Carolina 28203 ("Assignee"), has acquired the business of Assignor in connection with which Assignor has used or has a bona fide intent to use the Marks, the pending Applications, and the Registrations;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, assigns and transfers to Assignee all right, title and interest in and to the Marks, the Registrations, and the pending Applications therefor, together with that portion of Assignor's business in connection with which Assignor has used or had a bona fide intent to use the Marks.

SOUTHEAST ANESTHESIA ASSOCIATES, P.A.

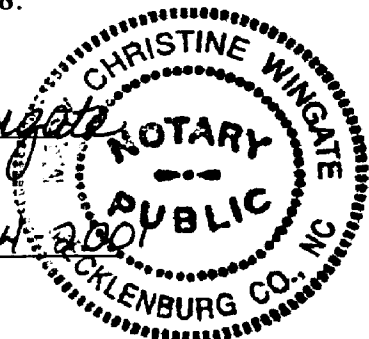
By: 
Name: John F. Camp MD
Title: President

Effective as of July 1, 1998

SUBSCRIBED and SWORN to before me this 15th day of October, 1998.

Mary Christine Wingate
Notary Public

My Commission Expires: 10-14-2001



Schedule A

Applications

Mark	Application Serial No.	Filing Date	Services
"S" Design	75/197,717	11/13/96	Training in the use and operation of pain treatment and patient cost containment databases (Class 41).
SOUTHEAST ANESTHESIA ASSOCIATES	75/197,719	11/13/96	Providing medical services, medical research and medical information (Class 42).
SOUTHEAST ANESTHESIA ASSOCIATES	75/197,715	11/13/96	Business management and consultation services in the field of pain treatment centers; computerised data base management; and conducting research and surveys in the field of patient cost containment (Class 35).

Registrations

Mark	Registration No.	Reg. Date	Services
"S" Design	2,174,366	7/21/98	Providing medical services, medical research and medical information; conducting pain treatment research and surveys (Class 42).
"S" Design	2,172,345	7/14/98	Business management and consultation services in the field of pain treatment centers; computerised data base management; and conducting research and surveys in the field of patient cost containment (Class 35).