

03-17-1999

RE



IEET

100984769

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

<p>1. Name of conveying party: Metropolitan Ambulance &amp; First Aid Corp. 5811 Foster Avenue Brooklyn, New York 11234 <input checked="" type="checkbox"/> Corporation of New York</p>	<p>2. Name and address of receiving party: TransCare New York, Inc. 45-18 Court Square Long Island City, New York 11101 <input checked="" type="checkbox"/> A Corporation of Delaware</p>
<p>3. Nature of conveyance: <b>3-12-99</b> Assignment  Execution Date: January 26, 1999</p>	<p>4. Trademark Application No.: 75/279,207</p>

<p>5. Name and address of party to whom correspondence concerning document should be mailed:  James D. Kole, Esq. Nixon, Hargrave, Devans &amp; Doyle LLP Clinton Square Post Office Box 1051 Rochester, New York 14603</p>	<p>6. Total number of Applications involved: 1</p>
<p>7. Total fee (37 CFR 3.41) <u>\$40.00</u>  <input checked="" type="checkbox"/> \$40.00 Check is enclosed.</p>	<p>8. Deposit Account Number: 14-1138  <input checked="" type="checkbox"/> Charge any additional fees to account.</p>

03/16/1999 DWUYEH 00000301 75279207

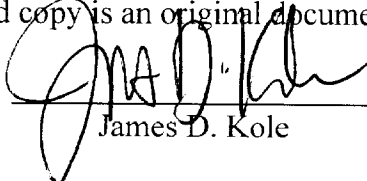
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To the best of my knowledge and belief, the foregoing information is true and correct and the attached copy is an original document.

  
James D. Kole

3/11/99  
Date

[Total number of pages including Cover Sheet and Assignment Certificate: 4]

ASSIGNMENT

Metropolitan Ambulance & First Aid Corp. ("Applicant"), a New York corporation with its principal place of business at 5811 Foster Avenue, Brooklyn, New York 11234, is the owner of the pending U.S. trademark application based on 15 U.S.C. §1051(a), which is identified in Exhibit A ("METROLANCE").

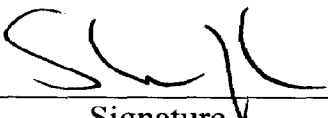
TransCare New York, Inc., a Delaware corporation with its principal place of business at 45-18 Court Square, Long Island City, New York 11101, purchased the business, assets and appurtenant goodwill of the portion of Applicant's business to which the mark pertains on January 26, 1999, pursuant to an Asset Purchase Agreement among TransCare Corporation, TC Ambulance Corporation, TransCare New York, Inc., Metro North Ambulance Corp., Unimet Ambulette Corp., Physicians' Ambulance Service, Ltd., Steve Zakheim and the Applicant, dated as of January 26, 1999.

In consideration of the foregoing and for other good and valuable consideration, receipt and adequacy of which is hereby acknowledged, Metropolitan Ambulance & First Aid Corp. assigns to TransCare New York, Inc. all its right, title and interest in and to the trademark METROLANCE and the application thereof, together with the goodwill of the business symbolized by said trademark, pursuant to 15 U.S.C. § 1060.

The Commissioner of Patents and Trademarks is requested to issue the Certificate of Registration to said assignee, TransCare New York, Inc.

METROPOLITAN AMBULANCE &  
FIRST AID CORP.

Dated: 3/5/99

By:   
Signature

STEVE ZAKHEIM

Name

CHIEF OPERATING OFFICER

Title

STATE OF: New York

COUNTY OF: Kings

Subscribed and sworn to before me this 5 day of March, 1999

(SEAL)

Amy P. Camacho

Notary Public

My Commission expires \_\_\_\_\_.

AMY P. CAMACHO  
NOTARY PUBLIC, State of New York  
No. 24-5003104  
Qualified in Kings County  
Commission Expires Oct. 13, 2000

# EXHIBIT A

<u>Mark</u>	<u>Application Date</u>	<u>Serial Number</u>
METROLANCE	April 22, 1997	75/279,207