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GIB No. 0651-0011 (exp. 4/94)

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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

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

1. Name of conveying party(ies):
Philip Scutieri, Jr.
9700 N. Kendall Drive
Miami, Florida

MRD
4-30-99

- Individual(s)
- General Partnership
- Corporation-State
- Other
- Merger
- Limited Partnership

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

3. Nature of conveyance: 22
- Assignment
 - Security Agreement
 - Other
 - Merger
 - Change of Name

Execution Date: December 18, 1998

2. Name and address of receiving party(ies):
Name: Sunrise Assisted Living, Inc.
Internal Address:
Street Address: 9401 Lee Highway
City: Fairfax State: Virginia ZIP: 22031

- Individual(s) citizenship:
- Association:
- General Partnership:
- Limited Partnership:
- Corporation-State: Delaware
- Other

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

4. Application number(s) or patent number(s):
A. Trademark Application No.(s)

B. Trademark Registration No.(s)
1,233,106

TM

Additional numbers attached: Yes No

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

Name: Suzanne M. Parker, Esq.
Internal Address: KENYON & KENYON
Suite 700
Street Address: 1500 K Street, N.W.,
City: Washington State: DC ZIP: 20005

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

8. Deposit account number:
11-0600

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

05/13/1999 DMSUYEN 00000212 110600 1233106

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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.

Anne Grosheitsch
Name of Person Signing


Signature

April 29, 1999
Date

Total number of pages, including cover sheet, attachments and document: 4



04-30-1999
U.S. Patent & TmOfcr/TM Mail Rcpt Dt. #11

TRADEMARK ASSIGNMENT

WHEREAS, Philip Scutieri, Jr., 9100 N. Kendall Drive, Miami, Florida ("Assignor"), has adopted and used the service mark "THE SUNRISE CLUB", which is registered in the U.S. Patent and Trademark Office, Registration No. 1,233,106, dated March 29, 1983; and

WHEREAS, Sunrise Assisted Living, Inc. a corporation organized and existing under the laws under the laws of the State of Delaware, having an office at 9401 Lee Highway, Suite 300, Fairfax, Virginia 22031 ("Assignee"), is desirous of acquiring said mark and registration;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby assign unto Assignee all right, title and interest in and to said mark and to United States Trademark Registration No. 1,233,106, together with the goodwill of the business symbolized by the mark and the right to sue for past infringement of the mark, and the right to sue for injunctive relief;

Provided that Assignee understands that this assignment is effective only upon rescission of the Trademark Assignment signed September 16, 1998 between Assignor and Cornell Investment Corporation, and that if a court requires that consideration be tendered to Cornell Investment Corporation to effectuate rescission, Assignee will tender such consideration on behalf of Assignor;

Assignee also grants to Assignor a non-exclusive, non-transferrable license to use in Florida the term SUNRISE as part of the corporate name SUNRISE MANAGEMENT COMPANY, for construction services;

Assignee also grants to Assignor a non-exclusive, non-transferrable license to use in Florida THE SUNRISE CLUB mark for senior citizen retirement home services;

