

02-29-2000

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK



101258539

**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

MRD
2/29/00

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- ☐ New
- ☐ Resubmission (Non-Recordation)
Document ID #
- ☐ Correction of PTO Error
Reel # Frame #
- ☒ Corrective Document
Reel # Frame #

Conveyance Type

- ☐ Assignment ☐ License
- ☐ Security Agreement ☐ Nunc Pro Tunc Assignment
- ☐ Merger
- ☐ Change of Name
- ☒ Other

Conveying Party

☐ Mark if additional names of conveying parties attached

Name

Execution Date
Month Day Year

Formerly

- ☐ Individual ☐ General Partnership ☐ Limited Partnership ☒ Corporation ☐ Association
- ☐ Other
- ☒ Citizenship/State of Incorporation/Organization

Receiving Party

☐ Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

State/Country

Zip Code

- ☐ Individual ☐ General Partnership ☐ Limited Partnership ☐

- ☐ Corporation ☐ Association

☒ Other

☐ Citizenship/State of Incorporation/Organization

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

FOR OFFICE USE ONLY

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

☐ Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property)

Trademark Application Number(s)

Registration Number(s)

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment:

Deposit Account

Enclosed ☐

Deposit Account ☒

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes ☒

No ☐

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. Charges to deposit account are authorized, as indicated herein.

Richard L. Mack, Esq.

Name of Person Signing



Signature

2/28/2000

Date

**ASSIGNMENT AND GRANT OF SECURITY INTEREST
IN PATENTS AND TRADEMARKS**

WHEREAS, CLINICAL-MANAGEMENT SYSTEMS, INC. (the "Pledgor"), is the owner of the trademarks and service marks listed on Schedule A attached hereto, which marks are registered or have pending registrations in the United States Patent and Trademark Office as set forth on Schedule A attached hereto (all such trademarks, service marks, registrations and applications, collectively, the "Trademarks") and is the owner of the patents listed on Schedule A attached hereto, which patents are registered or have pending applications in the United States Patent and Trademark Office as set forth on Schedule A attached hereto (all such patents, registrations and applications, collectively, the "Patents"); and

WHEREAS, the Pledgor has entered into a Security Agreement (as amended, modified, restated or supplemented from time to time, the "Security Agreement"), dated as of January 19, 1999, in which the Pledgor has agreed with First Union National Bank, as Administrative Agent (the "Administrative Agent"), with offices at One First Union Center, 301 South College Street, Charlotte, North Carolina 28288-0735, to execute this Assignment;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, as security for the payment and performance of the Secured Obligations (as defined in the Security Agreement), the Pledgor does hereby assign and grant to the Administrative Agent a security interest in all of its right, title and interest in and to the Trademarks and the Patents, and the use thereof, together with all proceeds and products thereof and the goodwill of the businesses symbolized by the Trademarks and the Patents. This Assignment has been given in conjunction with the assignment and security interest granted to the Administrative Agent under the Security Agreement, and the provisions of this Assignment are without prejudice to and in addition to the provisions of the Security Agreement, which are incorporated herein by this reference.

CLINICAL-MANAGEMENT SYSTEMS, INC.

By: _____

Title: _____

SCHEDULE A**TRADEMARKS AND TRADEMARK APPLICATIONS**

<u>Pledgor</u>	<u>Mark</u>	<u>Application or Registration No.</u>	<u>Country</u>
CLINICAL- MANAGEMENT SYSTEMS, INC.	CLINICAL- MANAGEMENT SYSTEMS	75/237,061	UNITED STATES
CLINICAL- MANAGEMENT SYSTEMS, INC.	CLINICAL- MANAGEMENT SYSTEMS, CMS & SOLUTIONS FOR WOMEN'S HEALTH COMPOSITE LOGO	75/237,063	UNITED STATES
CLINICAL- MANAGEMENT SYSTEMS, INC.	CMS	75/237,064	UNITED STATES
CLINICAL- MANAGEMENT SYSTEMS, INC.	OB/GYN APR	75/399,183	UNITED STATES
CLINICAL- MANAGEMENT SYSTEMS, INC.	SOLUTIONS FOR WOMEN'S HEALTH	75/236,976	UNITED STATES

02-17-1999



100965966

2-12-99

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- ☒ New
- ☐ Resubmission (Non-Recordation)
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Conveyance Type

- ☐ Assignment ☐ License
- ☒ Security Agreement ☐ Nunc Pro Tunc Assignment
Effective Date
Month Day Year
- ☐ Merger
- ☐ Change of Name
- ☐ Other

Conveying Party

☐ Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name CLINICAL-MANAGEMENT SERVICES, INC.

01 19 1999

Formerly

☐ Individual ☐ General Partnership ☐ Limited Partnership ☒ Corporation ☐ Association

☐ Other

☒ Citizenship/State of Incorporation/Organization DE

Receiving Party

☐ Mark if additional names of receiving parties attached

Name FIRST UNION NATIONAL BANK, AS ADMINISTRATIVE AGENT

DBA/AKA/TA

Composed of

Address (line 1) 301 South College Street

Address (line 2) One First Union Center

Address (line 3) Charlotte

NC

28288-0735

City

State/Country

Zip Code

☐ Individual ☐ General Partnership ☐ Limited Partnership

☐ Corporation ☐ Association

☒ Other National Banking Association

☐ Citizenship/State of Incorporation/Organization

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

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Commissioner of Patents and Trademarks, Box Assignments, Washington, DC 20231

TRADEMARK

REEL: 1858 FRAME: 0375

TRADEMARK

REEL: 001997 FRAME: 0962

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name Richard L. Mack
Address (line 1) Robinson, Bradshaw & Hinson, P.A.
Address (line 2) 101 North Tryon Street, Suite 1900
Address (line 3) Charlotte, North Carolina 28246-1900
Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number 704-377-8370

Name Richard L. Mack
Address (line 1) Robinson, Bradshaw & Hinson, P.A.
Address (line 2) 101 North Tryon Street, Suite 1900
Address (line 3) Charlotte, North Carolina 28246-1900
Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

2

Trademark Application Number(s) or Registration Number(s)

☐ Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)			Registration Number(s)		
<u>75237061</u>	<u>75399183</u>	<u></u>	<u></u>	<u></u>	<u></u>
<u>75237063</u>	<u>75236976</u>	<u></u>	<u></u>	<u></u>	<u></u>
<u>75237064</u>	<u></u>	<u></u>	<u></u>	<u></u>	<u></u>

Number of Properties

Enter the total number of properties involved.

5

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$ 140.00

Method of Payment:

Enclosed ☒

Deposit Account ☐

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

500327

Authorization to charge additional fees:

Yes

☒

No

☐

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. Charges to deposit account are authorized, as indicated herein.

Richard L. Mack

Name of Person Signing

Richard L. Mack

Signature

2-9-99

Date Signed

TRADEMARK
REEL: 1858 FRAME: 0376

TRADEMARK
REEL: 001997 FRAME: 0963

ASSIGNMENT AND GRANT OF SECURITY INTEREST
IN PATENTS AND TRADEMARKS

WHEREAS, CLINICAL-MANAGEMENT SERVICES, INC. (the "Pledgor"), is the owner of the trademarks and service marks listed on Schedule A attached hereto, which marks are registered or have pending registrations in the United States Patent and Trademark Office as set forth on Schedule A attached hereto (all such trademarks, service marks, registrations and applications, collectively, the "Trademarks") and is the owner of the patents listed on Schedule A attached hereto, which patents are registered or have pending applications in the United States Patent and Trademark Office as set forth on Schedule A attached hereto (all such patents, registrations and applications, collectively, the "Patents"); and

WHEREAS, the Pledgor has entered into a Security Agreement (as amended, modified, restated or supplemented from time to time, the "Security Agreement"), dated as of January 19, 1999, in which the Pledgor has agreed with First Union National Bank, as Administrative Agent (the "Administrative Agent"), with offices at One First Union Center, 301 South College Street, Charlotte, North Carolina 28288-0735, to execute this Assignment;

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CLINICAL-MANAGEMENT SERVICES, INC.

By: Donald A. McFarland

Title: President

TRADEMARK
REEL: 1858 FRAME: 0377

TRADEMARK
REEL: 001997 FRAME: 0964

SCHEDULE A

TRADEMARKS AND TRADEMARK APPLICATIONS

CLINICAL- MANAGEMENT SERVICES, INC.	CLINICAL- MANAGEMENT SYSTEMS	75/237,061	UNITED STATES
CLINICAL- MANAGEMENT SERVICES, INC.	CLINICAL- MANAGEMENT SYSTEMS, CMS & SOLUTIONS FOR WOMEN'S HEALTH COMPOSITE LOGO	75/237,063	UNITED STATES
CLINICAL- MANAGEMENT SERVICES, INC.	CMS	75/237,064	UNITED STATES
CLINICAL- MANAGEMENT SERVICES, INC.	OB/GYN APR	75/399,183	UNITED STATES
CLINICAL- MANAGEMENT SERVICES, INC.	SOLUTIONS FOR WOMEN'S HEALTH	75/236,976	UNITED STATES

TRADEMARK
REEL: 1858 FRAME: 0378

TRADEMARK
REEL: 001997 FRAME: 0965

SCHEDULE A**TRADEMARKS AND TRADEMARK APPLICATIONS**

CLINICAL- MANAGEMENT SERVICES, INC.	CLINICAL- MANAGEMENT SYSTEMS	75/237,061	UNITED STATES
CLINICAL- MANAGEMENT SERVICES, INC.	CLINICAL- MANAGEMENT SYSTEMS, CMS & SOLUTIONS FOR WOMEN'S HEALTH COMPOSITE LOGO	75/237,063	UNITED STATES
CLINICAL- MANAGEMENT SERVICES, INC.	CMS	75/237,064	UNITED STATES
CLINICAL- MANAGEN .T SERVICES, INC.	OB/GYN APR	75/399,183	UNITED STATES
CLINICAL- MANAGEMENT SERVICES, INC.	SOLUTIONS FOR WOMEN'S HEALTH	75/236,976	UNITED STATES

RECORDED: 02/12/1999**TRADEMARK
REEL: 1858 FRAME: 0379****RECORDED: 02/29/2000****TRADEMARK
REEL: 001997 FRAME: 0966**