



1205/3H032

**TRADEMARK ASSIGNMENT**

WHEREAS, CHURCHILL COMMUNICATIONS NORTH AMERICA, INC., a corporation organized and existing under and by virtue of the laws of Delaware, and having a place of business at 1425 Broad Street, Clifton, New Jersey 07013, hereinbelow called "Assignor", owns and has used in its business a certain trademark which is registered for as follows:

<u>TRADEMARK</u>	<u>REG. NO.</u>	<u>REG. DATE</u>
CLINICAL NURSING PRACTICE IN EPILEPSY	1,864,438	November 22, 1994

; and

WHEREAS, QUADRANT HEALTHCOM INC., a corporation organized and existing under and by virtue of the laws of Delaware, and having a place of business at 26 Main Street, Chatham, New Jersey 07928, hereinbelow called "Assignee", is desirous of acquiring the entire right, title and interest in and to the said trademark, trademark registration and in and to any registrations, renewals and extensions that may be granted thereon, together with the goodwill of the business connected therewith;

THEREFORE, BE IT KNOWN that for and in consideration of the sum of One Dollar (\$1.00) to it in hand paid, and other good and valuable consideration, the receipt of which is hereby acknowledged, said Assignor has sold, assigned, transferred and by these presents does hereby sell, assign, and transfer unto the said Assignee, its successors or assigns, the entire right, title and interest in and to the said trademark, trademark application and in and to any registrations, renewals and extensions that may be granted thereon, together with the goodwill of the business connected therewith and any right to recover for past infringement thereof.

**CHURCHILL COMMUNICATIONS  
NORTH AMERICA, INC.**

Dated: 11/20/00

By: *Victor J. Hertz*

Print Name: VICTOR J. HERTZ

Print Title: CFO

MAILING LABEL FROM