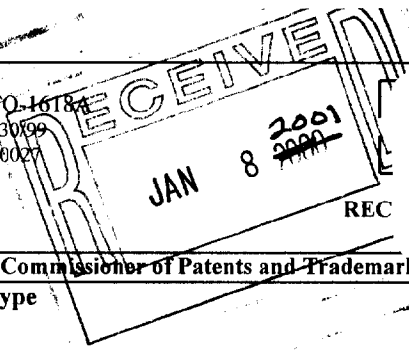


FORM PTO-1018  
Expires 06/30/99  
OMB0651-0027



01-23-2001



101590907

S. Department of Commerce  
Patent and Trademark Office  
TRADEMARK

1-9-01

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  Nunc Pro Tunc Assignment
- Merger
- Change of Name
- Other

Effective Date  
Month Day Year  
11/19/99

Conveying Party

Mark if additional names of conveying parties attached

Name

Execution Date  
Month Day Year

11/19/99

Formerly

208 7474

- 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)   
City

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

01/22/2001 6TON11 00000005 2087474

01 FC:482 1276179\_1

40.00 OP

02 FC:482

25.00 OP

TRADEMARK  
REEL: 002216 FRAME: 0825

**Domestic Representative Name and Address**

Enter for the first Receiving Party Only.

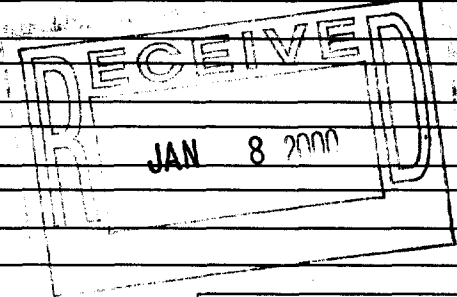
Name N/A

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)



**Correspondent Name and Address**

Area Code and Telephone Number (919) 286-8000

Name Steven D. Thomas

Address (line 1) Moore & Van Allen, PLLC

Address (line 2) 2200 West Main Street

Address (line 3) Suite 800

Address (line 4) Durham, North Carolina 27705

**Pages** Enter the total number of pages of the attached conveyance document including any attachments. # 3

**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></u>	<u></u>	<u></u>	<u>2,087,474</u>	<u></u>	<u></u>
<u></u>	<u></u>	<u></u>	<u>2,069,933</u>	<u></u>	<u></u>
<u></u>	<u></u>	<u></u>	<u></u>	<u></u>	<u></u>

**Number of Properties** Enter the total number of properties involved. # 2

**Fee Amount** Fee Amount for Properties Listed (37 CFR 3.41): \$ 65.00

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: # 13-4365  
 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.  
Steven D. Thomas Steven D. Thomas December 28, 2000  
 Name of Person Signing Signature Date Signed

NOTICE  
OF  
GRANT OF SECURITY INTEREST  
IN  
TRADEMARKS

United States Patent and Trademark Office

Gentlemen:

Please be advised that pursuant to the Security Agreement dated as of November 19, 1999 (the "Security Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and Bank of America, N.A., as Agent (the "Agent") for the Lenders referenced therein (the "Lenders"), the undersigned Obligor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications shown below to the Agent for the ratable benefit of the Lenders:

TRADEMARKS

See attached Schedule A.

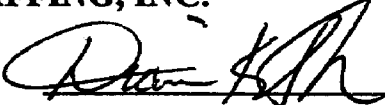
TRADEMARK APPLICATIONS

See attached Schedule A.

The Obligors and the Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

**PREFERRED HEALTHCARE  
STAFFING, INC.**

By: 

Name: Diane K. Stumph

Title: Vice President

Acknowledged and Accepted

**BANK OF AMERICA, N.A., as Agent**

By: 

Name: James D. Cockey

Title: Principal

**Preferred Healthcare Staffing, Inc.**  
**(Delaware corporation)**

**U.S. Trademarks**

**Registered Marks**

Mark	Registration No.	Registration Date
NET HEALTHCARE And Design	2,087,474	08/12/97
WE CARE FOR YOU, SO YOU CAN CARE FOR OTHERS	2,069,933	06/10/97

December 28, 2000

**Via Certified Mail**  
**7000 1670 0000 1033 4880**

Commissioner of Patents and Trademarks  
**BOX ASSIGNMENTS**  
Washington, D.C. 20231

**Steven D. Thomas**  
Attorney at Law

T 919 286 8122  
F 919 416 8322  
steventhomas@mvalaw.com

**Moore & Van Allen PLLC**

Suite 800  
2200 West Main Street  
Post Office Box 3843  
Durham, NC 27702-3843

**Re: Recordation of Notice of Grant of Security Interest in Trademarks.**

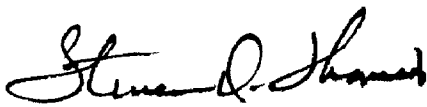
Dear Sir/Madam:

Please find enclosed the following documents for recording with the Patent and Trademark Office.

1. Recordation Form Cover Sheet – Trademarks;
2. Notice of Grant of Security Interest in Trademarks, executed November 19, 1999, between Preferred Healthcare Staffing Inc. and Bank of America, N.A., as Agent;
3. Check No. 31340 in the amount of Sixty-Five Dollars (\$65.00);
4. Postcard acknowledgment of filed Notice of Grant of Security Interest in Trademarks documents.

Sincerely yours,

Moore & Van Allen PLLC

  
Steven D. Thomas

**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 Patents and Trademarks, BOX ASSIGNMENTS, Washington, DC 20231.

Meredith Tuck  
(Typed or printed name of person signing the certificate)

Meredith Tuck  
(Signature of the person signing the certificate)

12-28-00  
(Date of Signature)

Charlotte, NC  
Raleigh, NC  
Charleston, SC

DUR1\276178\_1

**RECORDED: 01/08/2001**

**TRADEMARK**

**REEL: 002216 FRAME: 0830**