

FORM PTO-1618A  
Expires 06/30/03  
OMB 0651-0047

01-31-2001

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



1/31/01

101601006  
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)  
Document ID # \_\_\_\_\_
- Correction of PTO Error  
Reel # \_\_\_\_\_ Frame # \_\_\_\_\_
- Corrective Document  
Reel # \_\_\_\_\_ Frame # \_\_\_\_\_

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

Name Radner, Inc.

Execution Date  
Month Day Year  
01 25 01

Formerly \_\_\_\_\_

75653058

- Individual  General Partnership  Limited Partnership  Corporation  Association
- Other \_\_\_\_\_
- Citizenship/State of Incorporation/Organization \_\_\_\_\_

Receiving Party

Mark if additional names of receiving parties attached

Name Warburg, Pincus Ventures, L.P.

DBA/AKA/TA \_\_\_\_\_

Composed of \_\_\_\_\_

Address (line 1) 488 Lexington Avenue

Address (line 2) \_\_\_\_\_

Address (line 3) New York NY/USA 10017

- 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

1/29/01 11:41:41 00000199 75653058

40.00 US  
175.00 OP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be reported, 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

FORM PTO-1618B  
Expires 06/30/99  
OSAR 09/51-0027

Page 2

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

**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)		
<input type="text" value="75653058"/>	<input type="text" value="75662081"/>	<input type="text" value="76009290"/>	<input type="text" value="2154044"/>	<input type="text" value="2087206"/>	<input type="text"/>
<input type="text" value="75662084"/>	<input type="text" value="75662082"/>	<input type="text" value="75979611"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

**Number of Properties**

Enter the total number of properties involved.

#

**Fee Amount**

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payments 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.

Gregg Josephson

Name of Person Signing

Signature

1/25/01

Date Signed

# TRADEMARK ASSIGNMENT

WHEREAS, **RADNET, INC.**, a Delaware corporation (sometimes referred to herein as "RADNET" or "ASSIGNOR") is the owner of all right, title, and interest in and to the trademarks (the "Trademarks"), related U.S. and foreign applications and registrations therefor and associated common law rights, listed in Schedule A attached hereto, subject to that certain Sale, Assignment and Debt Reduction Agreement by and among Radnet and Radnet Recovery LLC, dated even of the date herewith; and

WHEREAS, **WARBURG, PINCUS VENTURES, L.P.**, a Delaware limited partnership ("ASSIGNEE") is desirous of obtaining all right, title, and interest in and to the Trademarks, related U.S. and foreign applications and registrations therefor and associated common law rights, listed in Schedule A hereto.

FOR VALUE RECEIVED, **ASSIGNOR**, having a place of business at 107 Audubon Road, Bldg. 3, Wakefield, MA 01880 hereby sells, assigns, transfers and conveys unto **ASSIGNEE**, having a place of business at 466 Lexington Avenue, New York, NY 10017 and its successors, assigns and legal representatives, the entire right, title and interest, for all countries, in and to the Trademarks described related U.S. and foreign applications and registrations therefor and associated common law rights, listed in Schedule A attached hereto.

Assignor hereby consents that a copy of this assignment shall be deemed a full and formal equivalent of any assignment, consent to file or like document which may be required in any country or region for any purpose and more particularly in proof of the right of the said

Assignee or nominees to claim the aforesaid benefit of the right of priority provided by the International Convention for the Protection of Industrial Property, as amended, or by any convention which may henceforth be substituted for it.

Assignor hereby covenants that it has the full right to convey the entire right, title and interest herein assigned and that it has not executed and will not execute any agreement in conflict herewith.

Assignor hereby covenants and agrees that it will communicate to said Assignee or nominees all facts known to it pertaining to said inventions, and will arrange for its officers and employees to testify in all legal proceedings, sign all lawful papers, execute all divisional, continuing and reissue applications, make all rightful oaths and declarations and in general perform all lawful acts necessary or proper to aid said Assignee or nominees in obtaining, maintaining and enforcing all lawful trademark or other grants of protection of said marks in any and all countries and regions.

ASSIGNOR: ~~RADNET~~, INC.

By: *G. A. Chamberlain*

Printed Name: G. A. Chamberlain

Title: CFO

Date: 25 Jan 01

ASSIGNEE: WARBURG, PINCUS VENTURES, L.P.

By: \_\_\_\_\_

Printed Name: \_\_\_\_\_

Title: \_\_\_\_\_

Date: \_\_\_\_\_

ASSIGNOR: **RADNET, INC.**

By: \_\_\_\_\_

Printed Name: \_\_\_\_\_

Title: \_\_\_\_\_

Date: \_\_\_\_\_

ASSIGNEE: **WARBURG, PINCUS VENTURES, L.P.**

By: Gregory F Back

Printed Name: Gregory F Back

Title: Partner

Date: 1/25/01

SCHEDULE A

<u>TRADEMARK REG. NO.</u> <u>TRADEMARK FILING DATE</u> <u>(where applicable)</u>	<u>APPLICATION NO.</u> <u>APPLICATION FILING DATE</u> <u>(where applicable)</u>	<u>COUNTRY</u>
Radnet 2,154,044 28 April 1998		US
Webshare 2,087,206 12 August 1997		US
	Portalworkx 75/653,058 03 March 1999	US
	Contentworkx 75/662,081 17 March 1999	US
	Searchworkx 76/009,290 24 March 2000	US
	Segmentworkx 75/662,084 17 March 1999	US
	Dealworkx 75/662,082 17 March 1999	US
	Dealworkx 75/979,611 22 August 2000	US
	Webserviceworkx  17 March 1999	US