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SHEET
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U.S. DEPARTMENT OF COMMERCE
U.S. 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):

AMN SERVICES, INC.

- Individual(s)
- General Partnership
- Corporation-State
- Other _____
- Association
- Limited Partnership

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other _____
- Merger
- Change of Name

Execution Date: September 19, 2001

2. Name and address of receiving party(ies)

Name: AMN HEALTHCARE, INC.

Internal

Address: _____

Street Address: 12235 El Camino Real, Suite 200

City: San Diego State: CA Zip: 92130

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State NEVADA
- 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 No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

76/168,571; 76/259,124; 76/277,616

B. Trademark Registration No.(s)

2,075,811

Additional number(s) attached Yes No

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

Name: BARRY F. SOALT

Internal Address: _____

Street Address: BROWN, MARTIN, HALLER & MCCLAI

1660 UNION STREET

City: SAN DIEGO State: CA Zip: 92101

6. Total number of applications and registrations involved: _____

4

7. Total fee (37 CFR 3.41).....\$ 115.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

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

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.

Barry F. Soalt
Name of Person Signing

[Signature]
Signature

9/27/01
Date

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

4

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Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

01 FC:481
02 FC:482

40.00 OP
75.00 OP

TRADEMARK
REEL: 002379 FRAME: 0140

NUNC PRO TUNC ASSIGNMENT OF TRADEMARKS

WHEREAS, AMN SERVICES, INC., a North Carolina corporation, fka NURSES RX, INC., having a principal place of business at 9801 West Kincey Avenue, Suite 150, Huntersville, North Carolina, 28078 (hereinafter *Assignor*), has adopted, is the owner of, has used and is using the trademarks and service marks which are pending and/or registered in the United States Patent and Trademark Office as set forth on annexed Schedule "A" (hereinafter collectively referred to as the *Trademarks*); and

WHEREAS, AMN HEALTHCARE, INC., a Nevada corporation, having a principal place of business at 12235 El Camino Real, Suite 200, San Diego, California 92130-2006, (hereinafter *Assignee*), on July 1, 2001, acquired all right, title and interest in and to the Trademarks, including any choses in action relating to said Trademarks, together with the goodwill of the business symbolized by the Trademarks and the registrations thereof as set forth on annexed Schedule "A"; and

WHEREAS, it is desired that the assignment of the Trademarks identified on annexed Schedule "A" be made of record in the United States Patent and Trademark Office.

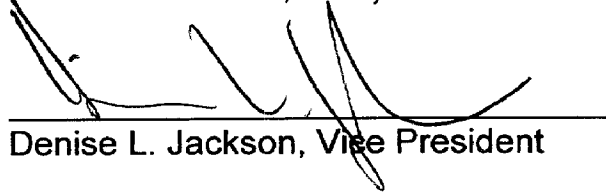
NOW, THEREFORE, in consideration of the sum of one dollar (\$1.00) and other good and valuable consideration, the full receipt and sufficiency of which are hereby acknowledged, the Assignor, as of the above date did hereby sell, assign, transfer and convey unto Assignee all of its right, title and interest in and to each of the aforesaid Trademarks, worldwide, including any choses in action relating to said Trademarks, claims for damages, profits and costs, both in equity and law, for any infringement or

infringements of said Trademark rights accruing on or before the date of the Assignment, together with the good will of the business symbolized by the Trademarks, and including the registration thereof as set forth on annexed Schedule "A"; and Assignor agrees to execute any further documents, now and hereinafter necessary to perfect the rights herein assigned, all without further compensation to Assignor.

Executed this 19th day of Sept, 2001, at San Diego,

California.

AMN SERVICES, INC.
(fka NURSES RX, INC.)


Denise L. Jackson, Vice President

SCHEDULE "A"

PENDING APPLICATIONS

<u>Mark</u>	<u>Serial No.</u>	<u>Filing Date</u>
1. "NURSES RX, INC. & Design"	76/168,571	11/20/00
2. "NURSESRX" stylized	76/259,124	05/18/01
3. "NURSESRX"	76/277,616	06/27/01

ISSUED REGISTRATIONS

<u>Mark</u>	<u>Reg. No.</u>	<u>Issue Date</u>
1. "NORTHERN LIGHTS STAFFING"	2,075,811	07/01/97