



10-24-2001

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Docket No.:

OCC700/2-19

10-04-2001



101884367

U.S. Patent & TMO/TM Mail Rcpt Dt 171

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Concentra Managed Care, Inc.

10/04/01

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

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

2. Name and address of receiving party(ies):

Name: CONCENTRA OPERATING CORPORATION

Internal Address:

Street Address: 5080 Spectrum Dr., Ste. 400W

City: Addison State: TX ZIP: 75001

- 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

3. Nature of conveyance:

- Assignment, Merger, Security Agreement, Change of Name, Other Nunc Pro Tunc Assignment of Trademarks

Execution Date: September 24, 2001

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,090,290 1,793,298
1,813,186
1,825,604

Additional numbers attached? Yes No

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

Name: Barry Bumgardner

Internal Address: Vinson & Elkins L.L.P.

Street Address: 2300 First City Tower

1001 Fannin Street

City: Houston State: TX ZIP: 77002

6. Total number of applications and registrations involved: 4

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

- Enclosed - Credit Card Payment Form, Authorized to be charged to deposit account

8. Deposit account number:

22-0365

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 Bumgardner

Name of Person Signing

Signature

September 25, 2001

Date

Total number of pages including cover sheet, attachments, and document: 4

NUNC PRO TUNC ASSIGNMENT OF TRADEMARKS

WHEREAS, on August 14, 1999, an Assignment of Trademark was executed and subsequently recorded with the Patent and Trademark Office at Reel No. 001948, Frame 0429 (the "1999 Assignment"),

WHEREAS, the 1999 Assignment incorrectly identifies both Concentra Managed Care, Inc. ("Assignor") and Concentra Operating Corporation ("Assignee") as Massachusetts corporations. In reality, Concentra Managed Care, Inc. has been and currently is a Delaware corporation and Concentra Operating Corporation has been and currently is a Nevada Corporation. This mistake was a clerical error, and was made without intent to deceive any third party,

WHEREAS, Assignor and Assignee now wish to correct this error by executing and recording this Nunc Pro Tunc Assignment, which is materially identical to the 1999 Assignment, except for correctly identifying Concentra Managed Care, Inc. as a Delaware corporation instead of a Massachusetts corporation and Concentra Operating Corporation as a Nevada corporation instead of a Massachusetts corporation, and further intends this Nunc Pro Tunc Assignment to be effective as of the date of execution of the 1999 Assignment,

NOW, THEREFORE, both Assignor and Assignee hereby correct the 1999 Assignment by executing the Nunc Pro Tunc Assignment found below:

WHEREAS, Concentra Managed Care, Inc., a Delaware corporation with a principal place of business at 312 Union Wharf, Boston, Massachusetts 02109 ("Assignor") believes it is the owner of the following registered trademarks:

Mark	Reg. No.	Reg. Date
OccuSystems	2,090,290	August 26, 1997
OccuSystems	1,813,186	December 1, 1993
Adapt	1,825,604	March 8, 1994
Occupational Health Center	1,793,298	September 14, 1993


WHEREAS, Concentra Operating Corporation, a Nevada corporation with a principal place of business at 312 Union Wharf, Boston, Massachusetts 02109 ("Assignee") is desirous of acquiring all rights, title and interest in and to said trademarks, including the federal trademark registrations and any state registrations that may exist therefor;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Concentra Managed Care, Inc. does hereby sell, assign and transfer unto Concentra Operating Corporation all rights, title, and interest in and to said trademarks it may

have, together with the goodwill of the business symbolized by said trademarks and any state or federal registrations thereof that may exist.

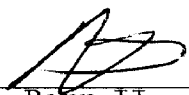
CONCENTRA MANAGED CARE, INC.

September 24, 2001

By: 
Richard A. Parr II
Its: Executive Vice President

CONCENTRA OPERATING CORPORATION

September 24, 2001

By: 
Richard A. Parr II
Its: Executive Vice President

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STATE OF TEXAS

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COUNTY OF DALLAS

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BEFORE ME, the undersigned authority, on this day personally appeared Richard Pace, known to me to be the person whose name is subscribed to the NUNC PRO TUNC ASSIGNMENT OF TRADEMARK, and acknowledged that he/she executed the same as an act of the Assignor.



Judy A. Daniels
Notary Public in and for the
State of Texas

STATE OF TEXAS

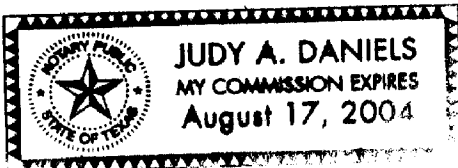
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COUNTY OF DALLAS

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BEFORE ME, the undersigned authority, on this day personally appeared Richard Pace, known to me to be the person whose name is subscribed to the NUNC PRO TUNC ASSIGNMENT OF TRADEMARK, and acknowledged that he/she executed the same as an act of the Assignee.



Judy A. Daniels
Notary Public in and for the
State of Texas