

02-07-2002



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Form PTO-1594

(Rev. 03/01)

OMB No. 0651-0027 (exp. 5/31/2002)

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COVER SHEET

TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE

U.S. Patent and Trademark Office

Tab settings

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

1. Name of conveying party(ies):

STEVEN C. FRANCIS

- 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: NOVEMBER 15, 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)

B. Trademark Registration No.(s)

2,489,130 2,489,132

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:

BROWN, MARTIN, HALLER & MCCLAIN

Street Address: 1660 UNION STREET

City: SAN DIEGO State: CA Zip: 92101

6. Total number of applications and registrations involved:

2

7. Total fee (37 CFR 3.41).....\$ 65.00

- 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

Barry Soalt
Signature

11/27/01
Date

4

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

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

02/06/2002 GT0N11 00000189 2489130

01 FC:481
02 FC:482

40.00 DP
25.00 DP

TRADEMARK
REEL: 002438 FRAME: 0598

NUNC PRO TUNC ASSIGNMENT OF TRADEMARKS

WHEREAS, STEVEN C. FRANCIS, an individual, residing and doing business at P.O. Box 675770, Rancho Santa Fe, California 92067 (hereinafter *Assignor*), has adopted, is the owner of, has used and is using the service marks which are registered in the United States Patent and Trademark Office as set forth on annexed Schedule "A" (hereinafter collectively referred to as the *Trademarks*); and

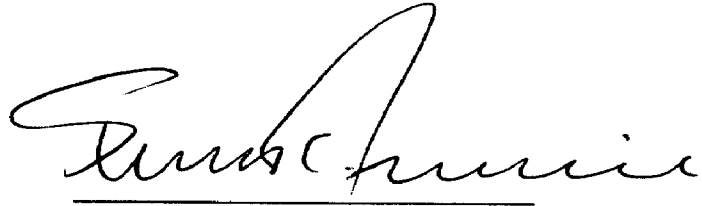
WHEREAS, AMN HEALTHCARE, INC., a Nevada corporation, having a principal place of business at 12235 El Camino Real, Suite 200, San Diego, California 92130-2006, (hereinafter *Assignee*), on September 11, 2001 acquired all right, title and interest in and to the Trademarks, including any choses in action 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 15th day of November, 2001, at San Diego, California.

A handwritten signature in cursive script, appearing to read "Steven C. Francis", written over a horizontal line.

Steven C. Francis, Individual

SCHEDULE "A"

ISSUED REGISTRATIONS

	<u>Mark</u>	<u>Reg. No.</u>	<u>Issue Date</u>
1.	"MEDEX"	2,489,130	9-11-01
2.	"MYMEDEX"	2,489,132	9-11-01