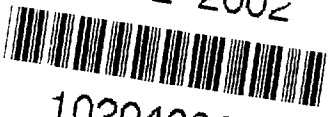


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Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings

REC

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): American Transitional Hospitals, Inc. 3.19.02
Individual(s) Association
General Partnership Limited Partnership
Corporation-State
Other
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: SelectMark, Inc.
Internal Address:
Street Address: 103 Foulk Road - Suite 232
City: Wilmington State: DE Zip: 19803
Individual(s) citizenship
Association
General Partnership
Limited Partnership
Corporation-State
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

3. Nature of conveyance:
Assignment Merger
Security Agreement Change of Name
Other
Execution Date: March 8, 2002

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
B. Trademark Registration No.(s) 1,961,342
Additional number(s) attached Yes No

6. Total number of applications and registrations involved: 1

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Debra Z. Anderson
Internal Address: Eckert Seamans Cherin & Mellott
Street Address: 600 Grant Street - 44th Floor
City: Pittsburgh State: PA Zip: 15219

7. Total fee (37 CFR 3.41) \$ 40.00
Enclosed
Authorized to be charged to deposit account
8. Deposit account number: 02-2556
(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.
Debra Z. Anderson
Name of Person Signing Signature Date 3/12/2002

Total number of pages including cover sheet, attachments, and document: 2

04/01/2002 DBYRNE 00000145 022556 1961342
01 FC:481 40.00 CH

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

TRADEMARK REEL: 002473 FRAME: 0161

TRADEMARK ASSIGNMENT

WHEREAS, American Transitional Hospitals, Inc., a Tennessee Corporation, has adopted and/or used and is using the mark "ATH AMERICAN TRANSITIONAL HOSPITALS, INC." which is the subject of federal trademark Registration No. 1,961,342, registered March 12, 1996 (referred to hereinafter as the "Mark"); and

WHEREAS SelectMark, Inc., a Delaware Corporation having a principal place of business at 103 Foulk Road, Suite 232, Wilmington, Delaware 19803 (referred to hereinafter as the "Assignee"), desires to acquire the Mark and the registration therefor;

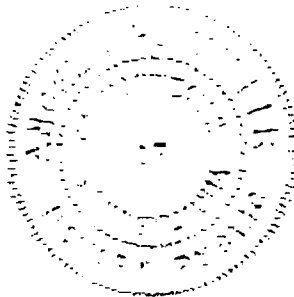
NOW, THEREFORE, in consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby assigns to Assignee all of its right, title and interest in and to the Mark and the registration therefor, together with the goodwill of the business symbolized by the Mark.

IN WITNESS WHEREOF, Assignor has caused this instrument to be executed by its duly authorized officer this 8th day of March, 2002.

AMERICAN TRANSITIONAL HOSPITALS, INC.

By: *Michael E. Tarvin*
[Signature]

Michael E. Tarvin
Vice President



NOTARIAL SEAL
ANGELA H. MILLER, NOTARY PUBLIC
UPPER ALLEN TWP, CUMBERLAND CO.
MY COMMISSION EXPIRES MARCH 10, 2005

COMMONWEALTH OF PENNSYLVANIA :
: SS
COUNTY OF Cumberland :

On this 8th day of March, 2002, before me, a Notary Public, personally appeared MICHAEL E. TARVIN to me known and known to me to be the person who signed the foregoing instrument.

Angela H. Miller
Notary Public

[NOTARIAL SEAL]