



05-06-2002



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Form PTO-1594 (Rev. 03/01) RI  
OMB No. 0651-0027 (exp. 3/31/2002)  
Tab settings

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):

Doctor's Urgent Care Centre, Inc.  
Matrix Occupational Health, Inc.

*4-30-02*

- 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: 2/6/1998

2. Name and address of receiving party(ies)

Name: Matrix Rehabilitation, Inc.

Internal

Address:

Street Address: One Thousand Beverly Way

City: Los Angeles State: CA Zip: 72919

Individual(s) citizenship

Association

General Partnership

Limited Partnership

Corporation-State Delaware

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) 1970872

Additional number(s) attached  Yes  No

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

Name: Grace & Grace LLP

Internal Address:

Street Address: 444 South Flower Street,

Suite 3875

City: Los Angeles State: CA Zip: 90071

6. Total number of applications and registrations involved:

7. Total fee (37 CFR 3.41).....\$ 40

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

Jill M. Abasto  
Name of Person Signing

*Jill M. Abasto*  
Signature

4/29/2002  
Date

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

05/03/2002 TDIAZ1 00000160 1970872

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TRADEMARK  
REEL: 002498 FRAME: 0095

NOTICE OF CORPORATE MERGER AND ASSIGNMENT OF TRADEMARK

This Notice of Corporate Merger is made as of February 6, 1998 by Doctor's Urgent Care Centre, Inc. ("DUCCI"), to Matrix Rehabilitation, Inc. ("Matrix").

A. DUCCI has adopted, used, and now owns and uses DOCTOR'S URGENT CARE CENTRE (the "Mark") as its trademark, service mark, and trade name in connection with business management services for emergency medical clinics and related goods and services. The Mark is registered with the United States Patent and Trademark Office ("PTO"), Registration No. 1,970,872.

B. Pursuant to that certain Stock Purchase Agreement dated as of February 5, 1998, Matrix acquired all of the issued and outstanding capital stock of DUCCI, which subsequently was merged into Matrix Occupational Health, Inc. ("MOHI"), a wholly owned subsidiary of Matrix.

C. By operation of law, MOHI has acquired all of DUCCI's rights to the Mark and all of the good will associated therewith.

D. The records of the PTO concerning Reg. No. 1,970,872 should be amended to reflect the acquisition of and merger of DUCCI into MOHI.

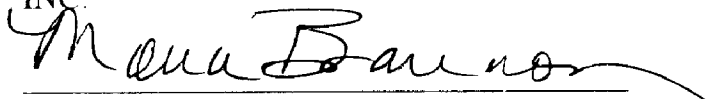
E. Matrix desires to acquire all of MOHI's rights to the Mark and all of the good will associated therewith, as provided below.

NOW, THEREFORE, the parties agree as follows:

For good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, MOHI hereby irrevocably assigns and transfers to Matrix all of MOHI's right, title to, and interest in the Mark, the good will associated therewith, and the right to sue for injunctive relief and damages for all past, present and future acts of infringement, and to collect the same for Matrix's own account and use.

IN WITNESS WHEREOF, a duly authorized representative of MOHI has executed and delivered this Notice of Corporate Merger and Assignment of Trademark as of the date first set forth above.

MATRIX OCCUPATIONAL HEALTH,  
INC.



By: Mona Brannon

Title: Assistant Secretary

as successor in interest by merger with  
Doctor's Urgent Care Centre, Inc.