

06-18-2002

FORM PTO-1594
(Rev. 6-93)
OMB No. 0651-0011 (exp. 4/94)

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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

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

1. Name of conveying party(ies):

NextHealth, Inc.

6-6-02

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

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

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

Name: Sierra Tucson, L.L.C.

Internal Address: _____

Street Address: 39580 South Lago del Oro Parkway

City: Tucson State: AZ ZIP: 85739

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State _____
- Other Delaware Limited Liability Company

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
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: June 5, 2002

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

A. Trademark Application No.(s)

B. Trademark Registration No.:(

1743704 1712460
 1615205 1716808
 1619106
 1617190



06-06-2002

U.S. Patent & TMO/TM Mail Rcpt Dt. #70

Additional numbers attached? Yes No

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

Name: Diane Madenci

Internal Address: Brown and Bain, P.A.

Street Address: One South Church, 19th Floor

City: Tucson State: AZ ZIP: 85701

6. Total number of applications and registrations involved: 6

7. Total fee (37 CFR 3.41)..... \$165.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

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

06/17/2002 DBYRME 00000032 1743704

DO NOT USE THIS SPACE

01 FC:481 40.00 00
02 FO:482 125.00 00

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.

for Diane Madenci
Name of Person Signing

[Signature]
Signature

6/16/02
Date

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

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

TRADEMARK
REEL: 002526 FRAME: 0988

ASSIGNMENT OF SERVICEMARKS

WHEREAS, NextHealth, Inc. ("Assignor"), a Delaware corporation, currently residing at 16600 North Lago del Oro Parkway, Tucson, Arizona 85739, is the owner of the United States Servicemark Registration Numbers 1743704 for the mark SIERRA TUCSON (and design); 1615205 for the mark SIERRA TUCSON (and design); 1619106 for the mark SIERRA TUCSON; 1617190 for the mark SIERRA TUCSON; 1712460 for the mark QUALITY OF LIFE WORKSHOP; 1716808 for the mark SIERRA MODEL (hereinafter collectively referred to as "Marks and Registrations"); and

WHEREAS, Sierra Tucson, L.L.C., a Delaware Limited Liability Company, currently residing at 39580 South Lago del Oro Parkway, Tucson, Arizona 85739 ("Assignee"), is desirous of acquiring Assignor's interest in and to the Marks and the Registrations;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor has assigned and does hereby assign unto Assignee all right, title and interest in and to the Marks and Registrations, together with the goodwill of the business symbolized by the Marks and Registrations.

ASSIGNOR:

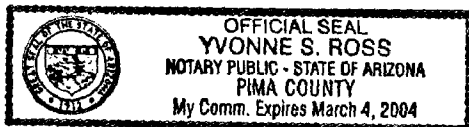
Bertha B. Kenny
Bertha B. Kenny
Corporate Secretary
NextHealth, Inc.

STATE OF ARIZONA)
) ss.
County of Pima)

The foregoing instrument was acknowledged before me this 5th day of June, 2002, by Bertha B. Kenny, Corporate Secretary of NextHealth, Inc.

Yvonne S. Ross
Notary Public

My commission expires:



Assignment of NextHealth service marks.DOC