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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):
PhyAmerica Physician Group, Inc.
2828 Croasdaile Drive
Durham, NC 27705
 Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State Delaware
 Other

2. Name and address of receiving party(ies)
Name: Healthcare Business Resources, Inc.
Internal Address:
Street Address: 6400 Atlantic Boulevard
City: Jacksonville State: FL Zip: 32211
 Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation-State North Carolina
 Other

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other

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

Execution Date: 09/24/2002

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) 1,695,540
Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Joyce W. Jenzano
Internal Address:
Street Address: 2200 West Main Street,
Suite 800
City: Durham State: NC Zip: 27705

6. Total number of applications and registrations involved: 01

7. Total fee (37 CFR 3.41) \$ 40.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: 50-2316

DO NOT USE THIS SPACE

9. Signature.
Joyce W. Jenzano
Name of Person Signing

Joyce W. Jenzano
Signature

October 01, 2002
Date

Total number of pages including cover sheet, attachments, and document: 01

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

ASSIGNMENT OF SERVICE MARK AND ACCOMPANYING GOODWILL

WHEREAS, PhyAmerica Physician Group, Inc., a Delaware corporation, whose address is 2828 Croasdaile Drive, Durham, North Carolina 27705, (hereinafter the "Assignor") is the owner of the service mark shown in Registration Number 1,695,540 for the FIRSTCOLLECT service mark in the United States Patent and Trademark Office, and all rights appurtenant thereto, including, but not limited to, all common law rights, causes of action and the right to recover for past infringement, dilution or other misappropriation thereof; and

WHEREAS, Healthcare Business Resources, Inc., a North Carolina corporation, whose address is 6400 Atlantic Boulevard, Jacksonville, Florida 32211 (hereinafter the "Assignee") is desirous of acquiring Assignor's service mark and the registration thereof;

NOW, THEREFORE, in consideration of the sum of Ten and No/100 Dollars (\$10.00) and for other good and valuable consideration, receipt of which Assignor acknowledges by its execution below:

1. Assignor hereby assigns to Assignee all of its rights, title and interest in and to the service mark and the registration thereof in the United States Patent and Trademark Office, together with the goodwill of the business connected with the use of and symbolized by said mark, and together with any and all interests, claims and rights for damages and profits by reason of any past infringement or unauthorized use of the mark, false designations of origin, unfair competition, deceptive trade practices and/or dilution related to the mark, use of confusingly similar marks or names by others and all other related causes of action and the right to sue therefor.

2. Assignor agrees to perform all reasonable and proper additional acts and to execute any additional documents at the request and expense of Assignee which Assignee may require in order to transfer all of Assignor's rights, title and interest in and to the said service mark and service mark registration in Assignee, its successors or assigns.

Executed this 24th day of September, 2002.

PHYAMERICA PHYSICIAN GROUP, INC.

Assignor

By: Eugene F. Dauchert Jr

Name and Title: EUGENE F. DAUCHERT JR
EXEC. VICE PRESIDENT