

05-02-2003

Form PTO-1594 (Rev. 03/01)

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

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RECOF TR



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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):

Opus Communications

5103

- Individual(s)
- General Partnership
- Corporation-State MA
- Other
- Association
- Limited Partnership

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

2. Name and address of receiving party(ies)

Name: HCPRO Corp.

Internal

Address:

Street Address: 100 Hoods Lane

City: Marblehead State: MA Zip: 01945

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State DE
- 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
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: 12/20/03

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

A. Trademark Application No.(s) 76/151198

2,450,887 2,424,948 2,406,046  
B. Trademark Registration No.(s) 2,497,537 2,393,184 2,389,612,098,155

Additional number(s) attached  Yes  No

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

Name: Susan M. Mulholland

Internal Address: Lucash, Gesmer & Updegrave

Street Address: 40 Broad Street

City: Boston State: MA Zip: 02109

6. Total number of applications and registrations involved:

8

7. Total fee (37 CFR 3.41).....\$215.00:

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

122315

(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.

Susan M. Mulholland

Name of Person Signing

*Susan M. Mulholland*  
Signature

04/20/03  
Date

8

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

GENERAL ASSIGNMENT OF TRADEMARKS, DOMAIN NAMES,  
AND RELATED RIGHTS

This Assignment (the "Assignment") is made as of the 20<sup>th</sup> day of December, 2002 by and between Opus Communication, a company based in Massachusetts with offices at 200 Hoods Lane, PO Box 1168, Marblehead, MA 01945, Opus Communications, a company based in Massachusetts with offices at 200 Hoods Lane, PO Box 1168, Marblehead, MA 01945, and Opus Communications, Inc., a Massachusetts corporation with offices at 200 Hoods Lane, PO Box 1168, Marblehead, MA 01945 (referred to collectively hereinafter the "Assignor") and HCPro Corp., a Massachusetts corporation with offices at 200 Hoods Lane, PO Box 1168, Marblehead, MA 01945 (the "Assignee").

*20 October 2002 as amended*

WHEREAS, pursuant to the Asset Purchase Agreement dated 20 December, 2002 among Assignor, Assignee and certain other parties named therein, it has been agreed that the Assignor shall transfer to the Assignee the trademarks and domain names shown on Schedule A attached hereto (hereinafter "the Marks");

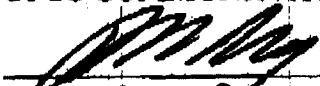
NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Assignor hereby assigns, conveys and transfers to the Assignee all of its right, title, interest, ownership and subsidiary rights, including, but not limited to copyrights, if any, worldwide to the Marks listed on Schedule A attached hereto, together with the goodwill of the business connected with the use of and symbolized by the Marks; and in connection with foregoing, the Assignor, assigns, conveys and transfers to the Assignee all income, royalties, damages, and payments now or hereafter due or payable in respect to the Marks and all causes of action (either in law or equity) and the right to sue, counterclaim, and recover for past, present, and future infringement, misappropriation, or dilution of the rights assigned to the Assignee hereunder, and all other rights corresponding thereto throughout the world.

The Assignor shall undertake, at the request of the Assignee, to sign all documentation, including confirmatory trademark and domain name assignments and conveyances, and generally use reasonable best efforts to aid the Assignee, its successors, assigns and nominees, in obtaining all rights from the Assignor and in recording title to the Marks transferred herein in each jurisdiction where such Marks are used or are registered or where applications to register such Marks are pending.


IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be executed under seal as of the date first above written.

For and on Behalf of


OPUS COMMUNICATION

  
Name: Bruce Guzowski  
Title: Authorized Signatory

OPUS COMMUNICATIONS


  
Name: Bruce Guzowski  
Title: Authorized Signatory

OPUS COMMUNICATIONS, INC.

  
Name: Bruce Guzowski  
Title: President

For and on Behalf of

HCPRO CORP.

  
Name: Bruce Guzowski  
Title: President

SCHEDULE A

ASSIGNMENT FROM OPUS COMMUNICATION, OPUS COMMUNICATIONS,  
AND  
OPUS COMMUNICATIONS, INC.  
TO  
HCPRO CORP.

Pending Applications and Registered Trademarks

<u>Mark</u>	<u>Serial/Reg. No.</u>	<u>Status</u>
HPCHECK	76/151198	Pending
THE GREELEY EDUCATION COMPANY	2,450,887	Registered
MEDICAL RECORDS BRIEFING	2,424,948	Registered
MEDICAL STAFF BRIEFING	2,406,046	Registered
THE GREELEY EDUCATION COMPANY	2,497,537	Registered
OPUS COMMUNICATIONS	2,393,184	Registered
THE GREELEY COMPANY	2,389,611	Registered
NETPRACTICE	2,098,155	Registered

Unregistered Trademarks

HCPRO & DESIGN

HCPROFESSOR

HCPROFESSOR & DESIGN

HEALTHCARE MARKETPLACE

HIPAAPRO

THE GREELEY INSTITUTE

CREDENTIALLING AND PRIVILEGING DESK REFERENCE ONLINE

CREDENTIALLING RESOURCE CENTER

SNFINFO.COM

COMPLIANCEINFO.COM

THE HEALTHCARE CORPORATE COMPLIANCE SUPERSITE

HEALTHSAFETYINFO.COM

THE HEALTHCARE SAFETY SUPERSITE

HIMINFO.COM

THE HEALTHCARE MANAGEMENT SUPERSITE

ACCREDITINFO.COM

THE HEALTHCARE ACCREDITATION SUPERSITE

CREDENTIALINFO.COM

THE HEALTHCARE CREDENTIALING INFORMATION SUPERSITE

MSLEADER.COM

THE INFORMATION SUPERSITE FOR MEDICAL STAFF LEADERS

EXECUTIVE BRIEFINGS ONLINE

BRIEFINGS ON JCAHO ONLINE

THE LONG-TERM CARE INFORMATION SUPERSITE

PHYSICIANS LINK

Domain Names:

THEGREELEYINSTITUTE.COM

DOCDETECTIVE.COM

HCPROFESSOR.COM

HCBRIEFINGS.COM

SURVEYPREP.COM

MDLEADER.COM

ACCREDITINFO.COM

RESPIRATORYINFO.COM

COMPLIANCEINFO.COM

BUSINESSOFHEALTHCARE.COM

HCPRO.NET

LONGTERMINFO.COM

HCCOMPASS.COM

HPCHECK.COM

MDEXEC.COM

HCPROVIDER.COM

HEALTHCARECOMPASS.COM

BALWEEKLY.COM

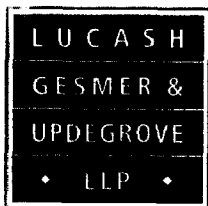
HEALTHCAREMANGER.COM

BHSCOMPLIANCEMANUAL.COM

CLINICALTRIALSCOMPLIANCE.COM

ONLINE-CPDR.COM

PHYSICIAN-LINK.COM



Attorneys at Law

December 20, 2002

VIA FEDEX MAIL

U.S. Patent and Trademark Office
Assignment Division
Crystal Gateway 4, Suite 300
1213 Jefferson Davis Highway
Arlington, VA 22202
Box: Assignments

Vertical stamp: RECEIVED 12/20/02

RE: Former Applicant/Registrant: Opus Communications
Current Applicant/Registrant: HC PRO CORP.
Recordation of Trademark Assignments

Dear Sir or Madam:

Enclosed for recording are:

- 1. Trademark Recordation Cover Sheet reflecting the assignment of the various trademark applications and registrations from Opus Communications to HC PRO CORP.;
2. A Trademark Assignment referencing the same;
3. A receipt post card referencing the above items.

Kindly charge the required filing fee of \$215.00 as prescribed by 37 C.F.R. §2.6(b)(6) to Deposit Account No. 122315 of Lucash, Gesmer & Updegrove, LLP. A duplicate copy of this cover letter is enclosed for billing purposes.

Please return the recorded certificate to the undersigned.

Respectfully submitted,

Susan M. Mulholland (signature)

SMM/wp
Enclosures