

FORM PTO-1594 (Modified)
(Rev. 8-93)
OMB No. 0651-0011 (exp 4/94)
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SM05/REV03

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

Docket No.:

GDS-11419/04

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To the Director of the United States Patent and Trademark Office: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
Healthy Kids and Seniors Dental, Ltd.

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

Additional names(s) of conveying party(ies) Yes No

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

Name: ReachOut Healthcare America Ltd.
Internal Address: _____
Street Address: 22601 N. 19th Avenue
City: Phoenix State: AZ ZIP: 85027

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State Michigan
 Other _____

If assignee is not domiciled in the United States, a domestic designation is Yes No
(Designations must be a separate document from
Additional name(s) & address(es) Yes No

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: 9/26/03

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

A. Trademark Application No.(s)
78/309,594

Additional numbers _____

B. Trademark Registration No.(s)

Yes No

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

Name: Douglas W. Sprinkle
Internal Address: Gifford, Krass, Groh, Sprinkle,
Anderson & Citkowski, P.C.

Street Address: 280 N. Old Woodward Avenue
Suite 400
City: Birmingham State: MI ZIP: 48009

6. Total number of applications and registrations involved:..... 1

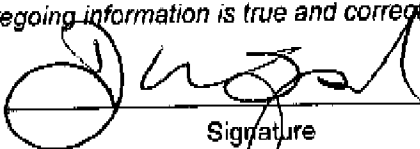
7. Total fee (37 CFR 3.41):.....\$ \$40.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
07-1180

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.

Douglas W. Sprinkle  January 5, 2004
Name of Person Signing Signature Date

700058924 Total number of pages including cover sheet, attachments, and **TRADEMARK**
REEL 002772 FRAME: 0148

CH \$40.00 071180 78309594

BC/CU-515 (Rev. 09/01)

**MICHIGAN DEPARTMENT OF CONSUMER & INDUSTRY SERVICES
BUREAU OF COMMERCIAL SERVICES**

Date Received (FOR BUREAU USE ONLY)

This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.

Tran Info: 8622197-1 10/03/03
Chk#: 3031 Amt: \$10.00
ID: 547344

FILED

OCT 17 2003

Administrator
BUREAU OF COMMERCIAL SERVICES

EFFECTIVE DATE:

Name		
Healthy Kids and Seniors Dental, LTD		
Address		
1983 Chippingway		
City	State	Zip Code
Bloomfield Hills	Mich	48302

Document will be returned to the name and address you enter above.
If left blank document will be mailed to the registered office.

CERTIFICATE OF AMENDMENT TO THE ARTICLES OF INCORPORATION
For use by Domestic Profit and Nonprofit Corporations
(Please read information and instructions on the last page)

Pursuant to the provisions of Act 284, Public Acts of 1972 (profit corporations), or Act 162, Public Acts of 1982 (nonprofit corporations), the undersigned corporation executes the following Certificate:

1. The present name of the corporation is: Healthy Kids and Seniors Dental, LTD,

2. The identification number assigned by the Bureau is:

547-34A

3. Article 1 of the Articles of Incorporation is hereby amended to read as follows:
The name of the corporation is ReachOut Healthcare America LTD;

TRADEMARK

COMPLETE ONLY ONE OF THE FOLLOWING:

4. (For amendments adopted by unanimous consent of incorporators before the first meeting of the board of directors or trustees.)

The foregoing amendment to the Articles of Incorporation was duly adopted on the _____ day of _____, _____, in accordance with the provisions of the Act by the unanimous consent of the incorporator(s) before the first meeting of the Board of Directors or Trustees.

Signed this _____ day of _____

(Signature)

(Signature)

(Type or Print Name)

(Type or Print Name)

(Signature)

(Signature)

(Type or Print Name)

(Type or Print Name)

5. (For profit and nonprofit corporations whose Articles state the corporation is organized on a stock or on a membership basis.)

The foregoing amendment to the Articles of Incorporation was duly adopted on the 26th day of September, 2003 by the shareholders if a profit corporation, or by the shareholders or members if a nonprofit corporation (check one of the following)

- at a meeting the necessary votes were cast in favor of the amendment.
- by written consent of the shareholders or members having not less than the minimum number of votes required by statute in accordance with Section 407(1) and (2) of the Act if a nonprofit corporation, or Section 407(1) of the Act if a profit corporation. Written notice to shareholders or members who have not consented in writing has been given. (Note: Written consent by less than all of the shareholders or members is permitted only if such provision appears in the Articles of Incorporation.)
- by written consent of all the shareholders or members entitled to vote in accordance with section 407(3) of the Act if a nonprofit corporation, or Section 407(2) of the Act if a profit corporation.
- by consents given by electronic transmission in accordance with Section 407(3) if a profit corporation.
- by the board of a profit corporation pursuant to section 611(2).

Profit Corporations and Professional Service Corporations

Signed this 26th day of September, 2003

By Daniel S. Goldsmith

(Signature of an authorized officer or agent)

Daniel S. Goldsmith

(Type or Print Name)

Nonprofit Corporations

Signed this _____ day of _____

By _____

(Signature of President, Vice-President, Chairperson or Vice-Chairperson)

TRADEMARK

(Type or Print Name)