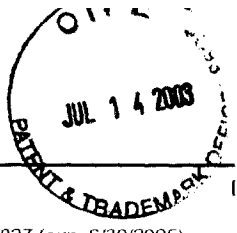


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Form PTO-1594
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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

<p>1. Name of conveying party(ies): <u>American Psych Systems, Inc.</u></p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State (Iowa) <input type="checkbox"/> Other _____</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>		<p>2. Name and address of receiving party(ies) Name: <u>APS Healthcare Bethesda, Inc.</u> Internal Address: _____ Address: _____ Street Address: <u>8403 Colesville Road</u> <u>Suite 1600</u> City: <u>Silver Spring</u> State: <u>MD</u> Zip: <u>20910</u></p> <p><input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation-State <u>Iowa</u> <input type="checkbox"/> Other _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	
<p>3. Nature of conveyance: <input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input checked="" type="checkbox"/> Change of Name <input type="checkbox"/> Other _____</p> <p>Execution Date: <u>December 1, 2000</u></p>			
<p>4. Application number(s) or registration number(s): A. Trademark Application No.(s) <u>76103237; 76103229; 76103115;</u> <u>76103211; 76103228</u></p> <p>Additional number(s) attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>		<p>B. Trademark Registration No.(s) <u>2596872</u></p>	
<p>5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>Susan Neuberger Weller</u> Internal Address: <u>Mintz, Levin, Cohn, Ferris,</u> <u>Glovsky and Popeo, P.C.</u> Street Address: <u>12010 Sunset Hills Road,</u> <u>Suite 900</u> City: <u>Reston</u> State: <u>VA</u> Zip: <u>20190</u></p>		<p>6. Total number of applications and registrations involved: 6</p> <p>7. Total fee (37 CFR 3.41).....\$ <u>165.00</u> <input checked="" type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: <u>50-0311</u> (Attach duplicate copy of this page if paying by deposit account)</p>	

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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 Neuberger Weller Susan Weller July 14, 2003
Name of Person Signing Signature Date

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

07/16/2003 ECDDPER 00000202 76103237
01 FC:8521 40.00 OP
02 FC:8522 125.00 OP

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

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ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
AMERICAN PSYCH SYSTEMS, INC.

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To the Secretary of State of the State of Iowa:

Pursuant to Section 1006 of the Iowa Business Corporation Act, the corporation hereinafter named (the "corporation") does hereby submit the following Articles of Amendment.

FIRST: The name of the corporation is American Psych Systems, Inc.

SECOND: That ARTICLE 1 of the Articles of Amendment to the Articles of Incorporation of the corporation shall be deleted in its entirety and replaced by the following:

1. The name of the corporation is APS Healthcare Bethesda, Inc.

THIRD: The amendment was adopted by written consent of the sole shareholder on December 1, 2000.

FOURTH: The amendment was proposed by the Board of Directors of the corporation and submitted to the shareholders in accordance with the Iowa Business Corporation Act.

FIFTH: The corporation has 100 shares of Common Stock outstanding.

SIXTH: The total number of votes cast for the amendment by the Common Stock was 100. The number cast was sufficient for approval by the shareholders.

IN WITNESS WHEREOF, the undersigned President of American Psych Systems, Inc. has executed these Articles of Amendment to the Articles of Incorporation on the 1st day of December, 2000 and declares that the facts stated herein are true and correct on such date.

AMERICAN PSYCH SYSTEMS, INC.

Paul D. Barnes
Paul D. Barnes, Ph.D., President

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