

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | Notice of Grant of Security Interest |

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|------------------------------------|----------|----------------|-----------------------|
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Spectrum Healthcare Services, Inc. | | 03/23/2004 | CORPORATION: DELAWARE |

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| RECEIVING PARTY DATA | |
| Name: | Bank of America, N.A., as Administrative Agent |
| Street Address: | 1455 Market Street, 5th Floor |
| Internal Address: | CA5-701-05-19 |
| City: | San Francisco |
| State/Country: | CALIFORNIA |
| Postal Code: | 94103 |
| Entity Type: | national banking association: UNITED STATES |

| | | |
|---------------------------|---------|-----------|
| PROPERTY NUMBERS Total: 2 | | |
| Property Type | Number | Word Mark |
| Registration Number: | 1933708 | SPECTRUM |
| Registration Number: | 1754139 | SPECTRUM |

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|--|-------------------------------|
| CORRESPONDENCE DATA | |
| Fax Number: | (919)286-8199 |
| <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i> | |
| Phone: | 919 286-8041 |
| Email: | PTO_TMconfirmation@mvalaw.com |
| Correspondent Name: | Moore & Van Allen PLLC |
| Address Line 1: | 2200 West Main Street |
| Address Line 2: | Suite 800 |
| Address Line 4: | Durham, NORTH CAROLINA 27705 |

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|-------------------------|----------------|
| ATTORNEY DOCKET NUMBER: | 017625.2651 |
| NAME OF SUBMITTER: | Ellen A. Rubel |

Total Attachments: 4
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NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Gentlemen:

Please be advised that pursuant to the Security Agreement dated as of March 23, 2004 (the "Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and Bank of America, N.A., as Administrative Agent (the "Administrative Agent") for the Lenders referenced therein (the "Lenders"), the undersigned Obligor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications shown below to the Administrative Agent for the ratable benefit of the Lenders:

TRADEMARKS

| <u>Trademark No.</u> | Description of Trademark <u>Item</u> | Date of <u>Trademark</u> |
|----------------------|---|-----------------------------|
|----------------------|---|-----------------------------|

See attached Schedule

TRADEMARK APPLICATIONS

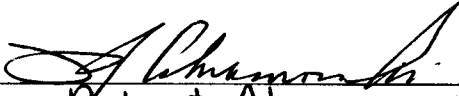
| <u>Trademark Applications No.</u> | Description of Trademark <u>Applied For</u> | Date of Trademark <u>Applications</u> |
|---------------------------------------|--|--|
|---------------------------------------|--|--|

NONE

The Obligors and the Administrative Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

SPECTRUM HEALTHCARE SERVICES, INC.

By: 
Name: Robert Abramowski
Title: ~~Senior Executive~~
Vice President

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Administrative Agent

By: _____
Name: _____
Title: _____

The Obligors and the Administrative Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

SPECTRUM HEALTHCARE SERVICES, INC.

By: _____
Name: _____
Title: _____

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Administrative Agent

By: *Aamir Saleem*
Name: AAMIR SALEEM
Title: Vice President

**Spectrum Healthcare Services, Inc.
(Delaware Corporation)**

U.S. Trademarks

Registered Marks

| Mark | Registration No. | Registration Date |
|----------|------------------|-------------------|
| SPECTRUM | 1933708 | 11/7/95 |
| SPECTRUM | 1754139 | 2/23/93 |