

Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005)

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

Tab settings

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

1. Name of conveying party(ies): Can-Am Care Corp. (a New York corporation) 3780 Mansell Road - Suite T-50 Alpharetta, Georgia 30022

2. Name and address of receiving party(ies) Name: Can-Am Care, LLC Internal Address: Street Address: 3780 Mansell Road - Suite T-50 City: Alpharetta State: GA Zip: 30022

3. Nature of conveyance: [X] Assignment [] Merger [] Security Agreement [] Change of Name [] Other Execution Date: May 21, 2004

4. Application number(s) or registration number(s): A. Trademark Application No.(s) 78/263,463, 78/307,541 and 78/321,407

B. Trademark Registration No.(s) 1,868,816 and 2,271,063

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Andrea L. Calvaruso, Esq. Internal Address: Street Address: Donovan & Yee LLP 110 Greene Street - Suite 700 City: New York State: NY Zip: 10012

6. Total number of applications and registrations involved: 5 7. Total fee (37 CFR 3.41) \$ 140.00 [X] Authorized to be charged to deposit account 8. Deposit account number: 500357

DO NOT USE THIS SPACE

9. Signature. Andrea L. Calvaruso, Esq. Name of Person Signing Signature Date June 7, 2004

Total number of pages including cover sheet, attachments, and document: 4 Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

CH \$140.00 500357 78263463

ASSIGNMENT OF TRADEMARKS

WHEREAS, CAN-AM CARE CORP., a New York corporation having a principal place of business at 3780 Mansell Road, Suite T-50, Alpharetta, Georgia 30022 (hereinafter referred to as "ASSIGNOR"), desires to assign all of its right, title and interest in and to the trademark applications and registration as set forth in the attached Schedule (hereinafter referred to as the "TRADEMARKS"), including the entire business or portion thereof to which the TRADEMARKS pertain, together with the goodwill of the business associated with the TRADEMARKS to CAN-AM CARE, LLC, a Georgia limited liability company, having a principal place of business at 3780 Mansell Road, Suite T-50, Alpharetta, Georgia 30022 (hereinafter referred to as "ASSIGNEE");

WHEREAS, the parties desire to formalize said assignment and record same in the U.S. Patent and Trademark Office;

NOW THEREFORE, in consideration of the sum of Ten Dollars (\$10.00) and other good and valuable consideration, the sufficiency and receipt of which is hereby acknowledged, ASSIGNOR hereby assigns the TRADEMARKS, the entire business or portion thereof to which the TRADEMARKS pertain, and the entire right, title and interest in and to the TRADEMARKS together with the goodwill of the business associated with the TRADEMARKS; and

ASSIGNOR, does also hereby sell, assign, transfer and set over unto ASSIGNEE, its successors, legal representatives and assigns all claims for damages by reason of past infringement of the TRADEMARKS, the right to sue for and collect the same for its own use and enjoyment and for the use and enjoyment of its successors, assigns, or other legal representative;

ASSIGNOR further authorizes the Commissioner of Patents and Trademarks of the United States, to record said assignment so as to show ownership of the TRADEMARKS in CAN-AM CARE, LLC, the Assignee; and

ASSIGNOR further agrees to execute such further documents as may be required to record ASSIGNEE as the owner of the TRADEMARKS and registrations herein assigned.

IN WITNESS WHEREOF, this instrument has been executed this 21st day of May, 2004.

CAN-AM CARE CORP.

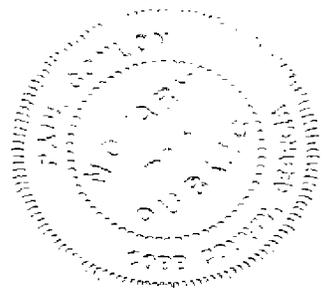
By: [Signature]
Name: Stephen D. Smith
Title: President

STATE OF CA)
COUNTY OF Fulton) ss.

On this 21 day of May, 2004, did appear Steve Smith who to me personally known, did depose and say that s/he is President of Can-Am Care Corp. and is authorized to execute the foregoing instrument on behalf of said corporation.

[Signature]
Notary Public

My Notary Commission Expires April 15th, 2007



CAN-AM CARE, LLC

By: [Signature]
Name: Stephen D. Smith
Title: Chief Operating Officer

STATE OF GA)
COUNTY OF Fulton) ss.

On this 21 day of May, 2004, did appear Steven Smith who to me personally known, did depose and say that s/he is COO of Can-Am Care, LLC and is authorized to execute the foregoing instrument on behalf of said corporation.

[Signature]
Notary Public

My Notary Commission Expires April 15th, 2007



SCHEDULE OF TRADEMARKS *

UNITED STATES: REGISTRATION

MARK	REGISTRATION DATE	REGISTRATION #
DEX4	December 20, 1994	1,858,816
CARB O'S	August 17, 1999	2,271,063

UNITED STATES: APPLICATIONS

MARK	FILED	APPL#
TRUE COLORS	June 16, 2003	78/263,463
UNIVERSAL ONE	September 30, 2003	78/307,541
VALUE PLUS & Design	October 31, 2003	78/321,407

* All marks owned by Can-Am Care Corp. unless otherwise noted.

DONOVAN & YEE ▲ LLP

The Soho Building ▲ 110 Greene Street, Suite 700 ▲ New York, NY 10012
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FAX COVER SHEET

Date: June 7, 2004

From: Trang Nguyen

Sender's Direct Dial: (212) 226-4271

Client/Matter: 1148/Can-Am Assignment

No. of pages: 5

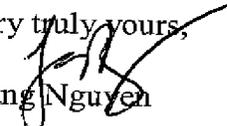
To: Assignment Branch
Company: U.S. Patent and Trademark Office
City/Country: Arlington, VA
Fax Number: 703-306-5995
Recipient's Tel: 703-308-9723

MESSAGE:

Dear Sir or Madam:

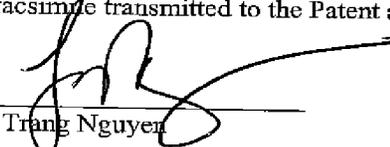
Enclosed herewith please find a Recordation Form Cover Sheet (Trademark Only) and Trademark Assignment for the Recordal of Assignment from Can-Am Care Corp. to Can-Am Care, LLC. Kindly confirm receipt of this facsimile.

Very truly yours,


Trang Nguyen

CERTIFICATE OF TRANSMISSION

I hereby certify that the foregoing Recordation Form Cover Sheet (Trademarks Only) and Trademark Assignment are being facsimile transmitted to the Patent and Trademark Office Assignment Branch on June 7, 2004.


Trang Nguyen

PRIVILEGED ATTORNEY-CLIENT COMMUNICATION TRADEMARK

RECORDED: 06/07/2004

REEL: 002866 FRAME: 0557