

11-25-2003



ER SHEET

Y Attorney Docket No.: 52962-0001-0001;0002

102608178

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

1. Name of conveying party(ies):

Rush Dental Associates of Pennsylvania, P.C.  
a corporation of the State of Pennsylvania; and  
  
Ayes Dental Associates of Southern New Jersey, P.A.,  
a corporation of the State of New Jersey

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

Total Dental Concepts, Inc.  
714 Market Street  
Philadelphia, PA 19106

11-21-03

- Individual(s) citizenship:
- Association:
- General Partnership:
- Limited Partnership:
- Corporation-State: Pennsylvania
- Other:

If assignee is not domiciled in the U.S.A., a domestic representative designation is attached:  Yes;  No  
(Designations must be a separate document from Assignment)

3. Nature of conveyance:

- Assignment  Merger
- Security Agreement  Change of Name
- Other:

Execution Date: November 19, 2003

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

A. Trademark Application No.(s):

B. Trademark Registration Nos.:

1,806,609

1,620,490

DPR/FINANCE  
NOV 21 AM 10:51

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

Meredith A. Carlo, Esq.  
Morgan, Lewis & Bockius LLP  
1111 Pennsylvania Avenue, NW  
Washington, D.C. 20004

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41) Cal.  $\frac{1}{1} \times \$40.00 = \$ 40.00$   
 $\frac{1}{1} \times \$25.00 = \$ 25.00$

Total \$ 65.00

Authorized to be charged to deposit account

8. Deposit account number: 13-4520

11/24/2003 BYRME 00000109 134520 1806609

01 FC:8521 40.00 DA  
02 FC:8522 25.00 DA

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.

Meredith A. Carlo  
Name of Person Signing

Meredith A Carlo  
Signature

November 20, 2003  
Date

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

**TRADEMARK ASSIGNMENT**

This Trademark Assignment is made on November 19, 2003 between Rush Dental Associates of Pennsylvania, P.C. and Ayes Dental Associates of Southern New Jersey, P.A. ("Assignors"), in favor of Total Dental Concepts, Inc. ("Assignee").

WHEREAS, Assignors own all right, title and interest in and to the Dentist Design trademark, including (without limitation) U.S. Registration No. 1,806,609, and the MODERN DENTAL CONCEPTS trademark, including (without limitation) U.S. Registration 1,620,490, together with the goodwill of the business symbolized by the marks (collectively, the "Marks");

WHEREAS, Assignee is desirous of acquiring all rights to the Marks and the registrations for same;

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which are acknowledged, Assignors sell, assign, transfer and set over to Assignee, free and clear of all known claims, liens, and encumbrances, the entire right, title, interest in and to the Marks together with the goodwill of the business symbolized by the Marks, the same to be held and enjoyed by Assignee, its successors, assigns and other legal representatives.

Signed this 19 day of November, 2003.

RUSH DENTAL ASSOCIATES OF PENNSYLVANIA, P.C.

By: Michael Ayes Pres  
 Name: Michael Ayes  
 Title: President

AYES DENTAL ASSOCIATES OF SOUTHERN NEW JERSEY, P.A.

By: Michael Ayes Pres  
 Name: Michael Ayes  
 Title: President