TRADEMARK ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.1

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

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
AHS New Mexico Holdings, Inc.		08/19/2003	CORPORATION: NEW MEXICO

RECEIVING PARTY DATA

Name:	Citicorp North America, Inc., as Administrative Agent
Street Address:	Two Penn Way
Internal Address:	Suite 110
City:	New Castle
State/Country:	DELAWARE
Postal Code:	19720
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 2

Property Type	Number	Word Mark
Serial Number:	78219323	LOVELACE SANDIA HEALTH SYSTEM
Serial Number:	78218492	SANDIA HEALTH SYSTEM

OP $65.00 78219323

CORRESPONDENCE DATA

Fax Number: (919)416-8339
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 919 286-8028
Email: PTO_TMconfirmation@mvalaw.com
Correspondent Name: Moore & Van Allen PLLC
Address Line 1: 430 Davis Drive
Address Line 2: Suite 500
Address Line 4: Morrisville, NORTH CAROLINA 27560

ATTORNEY DOCKET NUMBER:	033115.1 CLE NGSI-T
NAME OF SUBMITTER:	Charles L. Evans

Total Attachments: 3

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NOTICE

OF

GRANT OF SECURITY INTEREST

IN

TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Security Agreement dated as of August 19, 2003 (the "Security Agreement") by and among the Grantors party thereto (each a "Grantor" and collectively, the "Grantors") and Citicorp North America, Inc., as successor in interest to Bank One, NA, as Administrative Agent (the "Administrative Agent") for the holders of the Secured Obligations referenced therein, the undersigned Grantor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications set forth on Schedule 1 attached hereto to the Administrative Agent for the ratable benefit of the holders of the Secured Obligations.

The undersigned Grantor and the Administrative Agent, on behalf of the holders of the Secured Obligations, hereby acknowledge and agree that the security interest in the trademarks and trademark applications set forth on Schedule 1 attached hereto (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

AHS NEW MEXICO HOLDINGS, INC.,
a New Mexico corporation

By: _____
Name:
Title: R. Dirk Allison
Executive Vice President
& Chief Financial Officer

Acknowledged and Accepted:

CITICORP NORTH AMERICA, INC.,
as Administrative Agent

By: _____
Name:
Title:

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NOTICE

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Very truly yours,

AHS NEW MEXICO HOLDINGS, INC.,
a New Mexico corporation

By:_____
Name:
Title:

Acknowledged and Accepted:

CITICORP NORTH AMERICA, INC.,
as Administrative Agent

By:_____
Name: ASGHAR ALI
Title: VP

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Schedule 1

AHS New Mexico Holdings, Inc.
(New Mexico Corporation)

U.S. Trademarks

Pending Applications

Mark	Application No.	Filing Date
LOVELACE SANDIA HEALTH SYSTEM	78219323	2/26/03
SANDIA HEALTH SYSTEM	78218492	2/25/03

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