

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Staff Builders, Inc.		02/14/2005	CORPORATION: NEW YORK
RECEIVING PARTY DATA			
Name:	Tender Loving Care Health Care Services of New England, LLC		
Street Address:	1983 Marcus Avenue, Suite 200		
City:	Lake Success		
State/Country:	NEW YORK		
Postal Code:	11042		
Entity Type:	a limited liability company: DELAWARE		
PROPERTY NUMBERS Total: 6			
Property Type	Number	Word Mark	
Registration Number:	2390139	STAFF BUILDERS HEAL AT HOME ADVANCED WOUND CARE	
Registration Number:	2212256	BALANCING ACT DIABETES INDEPENDENCE PROGRAM	
Registration Number:	2319723	AT EASE	
Registration Number:	2213802	RESTORE FAMILY BEHAVIORAL HEALTH	
Registration Number:	2185512	TOTAL HEART CARDIAC MANAGEMENT	
Registration Number:	2543233	SIMPLY BREATHE	
CORRESPONDENCE DATA			
Fax Number:	(213)996-3339		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	2136836339		
Email:	claudiaimmerzeel@paulhastings.com		
Correspondent Name:	Paul Hastings Janofsky & Walker LLP		
Address Line 1:	515 S. Flower Street, 25th Floor		
Address Line 4:	Los Angeles, CALIFORNIA 90071		

OP \$165.00 2390139

NAME OF SUBMITTER:	Claudia R Immerzeel
Signature:	/Claudia R Immerzeel/
Date:	02/22/2005
Total Attachments: 3 source=TLCTMASG1#page1.tif source=TLCTMASG1#page2.tif source=TLCTMASG1#page3.tif	

TRADEMARK AND SERVICE MARK ASSIGNMENT

WHEREAS, **Staff Builders, Inc.**, a New York corporation ("Assignor"), is the owner of the marks and registrations identified on the attached Schedule A ("Marks");

WHEREAS, **Tender Loving Care Health Care Services of New England, LLC**, a Delaware limited liability company ("Assignee"), is desirous of acquiring the entire right, title, and interest in said Marks.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, and intending to be legally bound hereby, Assignor assigns and transfers to Assignee all right, title and interest in and to the Marks, including all common law rights, together with the good will of the business symbolized by the Marks and the registrations and applications therefor, including all rights to damages and profits, due or accrued, arising out of past infringements of said Marks, and the right to sue for and recover the same, free and clear of all liens, claims, security interests and other encumbrances.

Assignor will execute and deliver to Assignee any documents reasonably necessary to affect the transfer of the Marks.

(ASSIGNOR SIGNATURE ON NEXT PAGE)

Signed this 14th day of February, 2005

Staff Builders, Inc., a New York corporation

By: James K. Happ
Name: James K. Happ
Title: Agent and Attorney-in-Fact

STATE OF New York
New York COUNTY

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that JAMES K. HAPP whose name as AGENT + AIF of Tender Loving Care Health Care Services of New England, LLC, a Delaware limited liability company, is signed to the foregoing instrument, and who is known to me, acknowledged before me on this day that, being informed of the contents of this instrument, he as such officer, and with full authority, executed the same voluntarily for and as the act of said corporation.

Given under my hand and seal of office this 14th day of February, 2005.

Rose Bellantuono
Notary Public
My commission expires: 10/24/06

[NOTARIAL SEAL]

ROSE BELLANTUONO
Notary Public, State of New York
No. 01BE5034998
Qualified in Richmond County
Commission Expires Oct. 24, 2006

SCHEDULE A

Tab	Mark	Registration #	Registered/ Renewed	Expires
Heal at Home Advanced Wound Care (and Design)	2,390,139	Tender Loving Care Health Care Services of New England, LLC	9/26/00	9/26/10
Balancing Act Diabetes Independence Program	2,212,256	Tender Loving Care Health Care Services of New England, LLC	12/22/98	12/22/08
At Ease	2,319,723	Tender Loving Care Health Care Services of New England, LLC	2/15/00	2/15/10
Restore Family Behavioral Health	2,213,802	Tender Loving Care Health Care Services of New England, LLC	12/29/98	12/29/08
Total Heart Cardiac Management	2,185,512	Tender Loving Care Health Care Services of New England, LLC	9/1/98	9/1/08
Simply Breathe	2,543,233	Tender Loving Care Health Care Services of New England, LLC	2/26/02	2/26/12