

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
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<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
TLC Health Care Services, Inc.		02/14/2005	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	TLC Funding Corp.		
<b>Street Address:</b>	445 Broad Hollow Road, Suite 239		
<b>City:</b>	Melville		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	11747		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	1313962	TENDER LOVING CARE	
<b>Registration Number:</b>	2051211	BEST OF CARE IN THE BEST OF ENVIRONMENTS	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(213)996-3339		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	2136836339		
<b>Email:</b>	claudiaimmerzeel@paulhastings.com		
<b>Correspondent Name:</b>	Paul Hastings Janofsky & Walker LLP		
<b>Address Line 1:</b>	515 S. Flower Street, 25th Floor		
<b>Address Line 4:</b>	Los Angeles, CALIFORNIA 90071		
<b>NAME OF SUBMITTER:</b>	Claudia R Immerzeel		
<b>Signature:</b>	/Claudia R Immerzeel/		
<b>Date:</b>	02/22/2005		

OP \$65.00 1313962

Total Attachments: 3

**900020144**

**TRADEMARK  
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[EXECUTION COPY]

**TRADEMARK AND SERVICE MARK ASSIGNMENT**

WHEREAS, **TLC Health Care Services, Inc.**, a Delaware corporation ("Assignor"), is the owner of the marks and registrations identified on the attached Schedule A ("Marks");

WHEREAS, **TLC Funding Corp.**, a Delaware corporation ("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 4<sup>th</sup> day of February, 2005

TLC Health Care Services, Inc.,  
a Delaware corporation

By: Willard T. Deer  
Title: SECRETARY

STATE OF New York  
New York COUNTY

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that WILLARD T. DEER, whose name as SECRETARY of TLC Health Care Services, Inc., a Delaware corporation, 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 4<sup>th</sup> 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. 01E5034998  
Qualified in Richmond County  
Commission Expires Oct. 24, 2006

**SCHEDULE A**

<b>Tab</b>	<b>Mark</b>	<b>Registration #</b>	<b>Mark Used Now</b>	<b>Registered / Renewed</b>	<b>Expires</b>
1.	Tender Loving Care	1,313,962	®	1/8/85 – Renewed on 11/10/04	1/8/05
2.	Best of Care in the Best of Environments	2,051,211	SM	4/8/97 Section 8 and 15 affidavits accepted 7/25/03	4/8/07