

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
Fountains Retirement Communities, Inc.		06/28/2005	CORPORATION: ARIZONA
RECEIVING PARTY DATA			
Name:	Sunrise Senior Living, Inc.		
Street Address:	7902 Westpark Drive		
City:	McLean		
State/Country:	VIRGINIA		
Postal Code:	22102		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Serial Number:	78430698	WE'RE CREATING EXTRAORDINARY COMMUNITIES WHERE PEOPLE CHOOSE TO BE.	
Registration Number:	2871243	THE BEST MOVE FOR YOUR LIFE	
CORRESPONDENCE DATA			
Fax Number:	(703)610-6200		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	703-610-6100		
Email:	boxip@hhlaw.com		
Correspondent Name:	Valerie Brennan		
Address Line 1:	8300 Greensboro Drive		
Address Line 2:	Suite 1100		
Address Line 4:	McLean, VIRGINIA 22102		
NAME OF SUBMITTER:	Valerie Brennan		
Signature:	/valerie brennan/		

CH \$65.00 78430698

Date:

07/13/2005

Total Attachments: 3

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Exhibit 4.2(c) - 2

IN THE UNITED STATES
TRADEMARK OFFICE

TRADEMARK ASSIGNMENT

WHEREAS, Fountains Retirement Communities, Inc., an Arizona corporation, with offices at 2020 West Rudasill, Tucson, AZ 85704 (the "Assignor"), owns the federal trademark applications and registrations of the marks that are listed on the attached Schedule 1 (the "Marks").

WHEREAS, Sunrise Senior Living, Inc., a Delaware corporation, with offices at 7902 Westpark Drive, McLean VA 22102 (the "Assignee"), desires to acquire all right, title and interest in and to the Marks, including any applications and registrations thereof.

NOW THEREFORE, for good and valuable consideration paid by Assignee, receipt of which is hereby acknowledged, Assignor hereby assigns and transfers to Assignee, its successors and assigns, all of Assignor's right, title and interest in and to the Marks together with the goodwill of the business symbolized by the Marks and the right to sue and collect damages and/or profits for past infringements of the Marks.

IN WITNESS WHEREOF, Fountains Retirement Communities, Inc. has caused this instrument to be signed by a duly authorized corporate officer and its corporate seal to be affixed, as of this 28 day of June, 2005.

FOUNTAINS RETIREMENT COMMUNITIES,
INC.

By: 

Name: DAVID FRESHWATER

Title: PRESIDENT

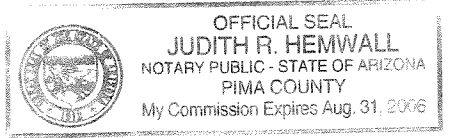
ACKNOWLEDGEMENT

STATE OF Arizona
COUNTY OF Pima) ss

On this 28th day of June, 2005 before me personally appeared David MASHWATER, to me personally known, who, being duly sworn, did say that he/she is the PRESIDENT of Assignor and that he/she duly executed the foregoing instrument for and on behalf of Assignor being duly authorized to do so and that said individual acknowledged said instrument to be the free act and deed of Assignor.

Judith R. Hemwall
Notary Public

My commission expires: 8-31-06



Schedule 1

List of Trademarks

I. Application

Mark	Serial No.	Filing Date
WE'RE CREATING EXTRAORDINARY COMMUNITIES WHERE PEOPLE CHOOSE TO BE.	78/430,698	June 7, 2004

II. Registration

Mark	Registration No.	Issue Date
THE BEST MOVE FOR YOUR LIFE	2,871,243	August 10, 2004