

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
TLC Funding Corp.		05/19/2006	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	TLC Health Care Services, Inc.		
Street Address:	1983 Marcus Road		
Internal Address:	Suite 200		
City:	Lake Success		
State/Country:	NEW YORK		
Postal Code:	11042		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	1313962	TENDER LOVING CARE	
Registration Number:	2051211	BEST OF CARE IN THE BEST OF ENVIRONMENTS	
CORRESPONDENCE DATA			
Fax Number:	(212)556-2222		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	212-556-2100		
Email:	nytrademarks@kslaw.com, clackert@kslaw.com, mribando@kslaw.com, mbowen@kslaw.com		
Correspondent Name:	King & Spalding LLP		
Address Line 1:	1185 Avenue of the Americas		
Address Line 2:	Attention: Clark W. Lackert		
Address Line 4:	New York, NEW YORK 10036		
ATTORNEY DOCKET NUMBER:	05241-254024-6691		
NAME OF SUBMITTER:	Megan K. Bowen		

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Signature:	/Megan K. Bowen/
Date:	05/24/2006
Total Attachments: 3 source=Trademark Assignment between TLC Funding and TLC Health Care Services, Inc#page1.tif source=Trademark Assignment between TLC Funding and TLC Health Care Services, Inc#page2.tif source=Trademark Assignment between TLC Funding and TLC Health Care Services, Inc#page3.tif	

TRADEMARK ASSIGNMENT

WHEREAS, TLC Funding Corp., a corporation organized under the laws of the State of Delaware, having a principal place of business at 445 Broad Hollow Road, Suite 239, Melville, New York, 11747 (“Assignor”), is the owner of all right, title and interest in and to the service marks and the registrations therefore, annexed hereto in Schedule A (the “Trademarks”), and all related goodwill; and

WHEREAS, TLC Health Care Services, Inc., a corporation organized under the laws of the State of Delaware, having a principal place of business at 1983 Marcus Road, Suite 200, Lake Success, New York, 11042 (“Assignee”) is desirous of acquiring the Trademarks and goodwill associated therewith along with the registrations therefore, and all variations and combinations thereof, including all those not yet developed; and

WHEREAS, Assignee has exercised its Call Option pursuant to the Call Option Notice dated May 1, 2006 and all agreements therein referenced, which has been acknowledged;

NOW, THEREFORE, effective on and as of May 19, 2006, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged and pursuant to the above-referenced Call Option Notice and therein referenced agreements, Assignor hereby assigns and transfers to Assignee, free and clear of all liens and encumbrances, all right, title and interest in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks, listed in Schedule A hereto.

[Remainder of page intentionally left blank]

SCHEDULE A

<u>Trademark</u>	<u>Registration Number</u>	<u>Country</u>
TENDER LOVING CARE (Stylized)	Registration No. 1,313,962	United States
BEST OF CARE IN THE BEST OF ENVIRONMENTS	Registration No. 2,051,211	United States