

TRADEMARK ASSIGNMENT

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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL
EFFECTIVE DATE:	08/16/2006

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Clayton Group Services, Inc.		08/16/2006	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	U.S. Laboratories Inc.
Street Address:	11860 West State Road 84
Internal Address:	Suite 1
City:	Fort Lauderdale
State/Country:	FLORIDA
Postal Code:	33325
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 5

Property Type	Number	Word Mark
Registration Number:	2241604	CLAYTON
Registration Number:	2339591	CLAYTON GROUP SERVICES
Registration Number:	2616361	CLAYTON GROUP SERVICES
Registration Number:	2799468	LAB ONLINE
Registration Number:	2531322	

CORRESPONDENCE DATA

Fax Number: (212)506-5151
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 212 506-5150
 Email: bbreen@orrick.com
 Correspondent Name: Bradford S. Breen
 Address Line 1: Orrick, Herrington & Sutcliffe LLP
 Address Line 2: 666 Fifth Avenue

CH \$140.00 2241604

Address Line 4: New York, NEW YORK 10103

ATTORNEY DOCKET NUMBER:

17827/6000

NAME OF SUBMITTER:

Bradford S. Breen

Signature:

/Bradford Breen/

Date:

08/31/2006

Total Attachments: 3

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TRADEMARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT (this "Assignment"), effective as of August 16th, 2006 (the "Effective Date"), is made by Clayton Group Services, Inc., a corporation of the State of Delaware ("Assignor") to, and for the benefit of U.S. Laboratories Inc., a corporation of the State of Delaware with an address at 11860 West State Road 84, Suite 1, Fort Lauderdale, Florida 33325 ("Assignee").

WHEREAS, Assignor is the current owner of record in the U.S. Patent & Trademark Office of the trademarks listed on Attachment A hereto (hereinafter referred to as "the Marks"), and

WHEREAS, Assignor desires to transfer, sell, assign and convey the Marks, including all common law rights therein and all applications to register and registrations thereof, together with the goodwill that they represent and all right, title and interest thereto, to Assignee.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged:

1. Assignor hereby transfers, sells, assigns, and conveys unto Assignee, as of the Effective Date, all rights, title and interest for all countries in and to the Marks, including all common law rights therein and all applications to register and registrations thereof and the good will that they represent, and all right, title and interest thereto, on a world-wide basis, as well as the right to sue and collect damages in Assignee's own name for any and all past, present or future infringement, dilution, or other injury to the goodwill thereof.

2. Assignor hereby authorizes and requests the Commissioner of Patents and Trademarks of the United States and any official of any country or countries foreign to the United States, whose duty is to issue trademark registrations, to issue the same to Assignee, its successors, assigns and legal representatives, or to such nominees as it may designate.

3. Assignor agrees to execute and deliver to Assignee such instruments of transfer and other documents as Assignee may reasonably request to effect the purposes of this Assignment.

IN WITNESS WHEREOF, Assignor has caused this Trademark Assignment to be executed effective as of the Effective Date.

Clayton Group Services, Inc.

By 

Richard Tong

Title: Executive Vice President

ATTACHMENT A
LIST OF ASSIGNED TRADEMARKS

U.S. Registration No. 2,241,604 for the mark CLAYTON

U.S. Registration No. 2,339,591 for the mark CLAYTON GROUP SERVICES

U.S. Registration No. 2,616,361 for the mark "Clayton Group Services and Design"
shown immediately below



U.S. Registration No. 2,799,468 for the mark LAB ONLINE

U.S. Registration No. 2,531,322 for the curved line design shown immediately below

