

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	06/02/2006

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Hearthstone Operations, LLC		05/31/2006	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	Hearthstone Senior Services, L.P.
Street Address:	9595 Six Pines Drive, Suite 6300
City:	The Woodlands
State/Country:	TEXAS
Postal Code:	77380
Entity Type:	LIMITED PARTNERSHIP: DELAWARE

PROPERTY NUMBERS Total: 14

Property Type	Number	Word Mark
Registration Number:	3077806	HEARTHSTONE
Serial Number:	78513816	CARESTONE
Serial Number:	78513801	LIVING FOR SENIORS
Registration Number:	2949678	SIMPLE SOLUTIONS TO COMPLEX PROBLEMS
Registration Number:	2595828	THE HARBOUR AT CARESTONE ASSISTED LIVING
Registration Number:	2669924	THE HARBOUR AT HEARTHSTONE ASSISTED LIVING
Registration Number:	2664078	THE HARBOUR AT CARESTONE ASSISTED LIVING
Registration Number:	2664077	THE HARBOUR AT HEARTHSTONE ASSISTED LIVING
Registration Number:	2477951	CARESTONE
Registration Number:	2485038	HEARTHSTONE
Registration Number:	2391669	WHERE CARING COUNTS
Registration Number:	2265649	CARESTONE

OP \$365.00 3077806

Registration Number:	1981135	HEARTHSTONE
Registration Number:	2458636	ASSISTED LIVING WITH A DIFFERENCE

CORRESPONDENCE DATA

Fax Number: (512)536-4598
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 512.474.5201
Email: aotrademark@fulbright.com
Correspondent Name: Richard J. Groos
Address Line 1: 600 Congress Avenue, Suite 2400
Address Line 4: Austin, TEXAS 78701

ATTORNEY DOCKET NUMBER:	10006826/HEAR:001
NAME OF SUBMITTER:	Richard J. Groos
Signature:	/Richard J. Groos/
Date:	09/05/2006

Total Attachments: 3
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Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"HEARTHSTONE OPERATIONS, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

WITH AND INTO "HEARTHSTONE SENIOR SERVICES, L.P." UNDER THE NAME OF "HEARTHSTONE SENIOR SERVICES, L.P.", A LIMITED PARTNERSHIP ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SECOND DAY OF JUNE, A.D. 2006, AT 6:37 O'CLOCK P.M.



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060538183

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4796418

DATE: 06-05-06

TRADEMARK

REEL: 003384 FRAME: 0099

CERTIFICATE OF MERGER
OF
HEARTHSTONE OPERATIONS, LLC,
a Delaware Limited Liability Company
WITH AND INTO
HEARTHSTONE SENIOR SERVICES, L.P.
a Delaware Limited Partnership

Hearthstone Senior Services, L.P., a limited partnership organized and existing under the laws of the State of Delaware,

DOES HEREBY CERTIFY:

FIRST: That the name and states of organization of each of the constituent entities of the merger are as follows:

NAME	STATE OF FORMATION
Hearthstone Operations, LLC	Delaware
Hearthstone Senior Services, L.P.	Delaware

SECOND: That an agreement and plan of merger has been approved, adopted, certified, executed and acknowledged by each of the constituent entities in accordance with the provisions of Section 18-209 of the Delaware Limited Liability Company Act and Section 17-211 of the Delaware Revised Uniform Limited Partnership Act.

THIRD: That the surviving entity of the merger is Hearthstone Senior Services, L.P., a Delaware limited partnership.

FOURTH: That the Certificate of Limited Partnership of Hearthstone Senior Services, L.P. shall not be amended in any respect by reason of the merger, and shall continue in full force and effect as the Certificate of Limited Partnership of the surviving entity.

FIFTH: That the executed agreement and plan of merger is on file at 9595 Six Pines Drive, Suite 6300, The Woodlands, Texas 77380, an office of the surviving entity.

SIXTH: That a copy of the agreement and plan of merger will be furnished by the surviving entity, on request and without cost, to any owner of any of the constituent entities.

EIGHTH: The merger herein provided for shall be effective in the State of Delaware upon filing.

IN WITNESS WHEREOF, each of the undersigned entities has caused this Certificate of Merger to be executed on its behalf as of May 31, 2006.

HEARTHSTONE OPERATIONS, LLC

By: 
Name: Richard Rosenberg
Title: Vice President

HEARTHSTONE SENIOR SERVICES, L.P.

By: Hearthstone Senior Living Services, LLC,
Its General Partner

By: 
Name: RICHARD M. ROSENBERG
Title: VICE PRESIDENT