

TRADEMARK ASSIGNMENT

WHEREAS INNOMED TECHNOLOGIES, INC., a Nevada corporation, whose address is 6601 Lyons Road, Building B, 1, 4, Coconut Creek, Florida 33073 (hereinafter "ASSIGNOR"), is the owner of U. S. Trademark Registration No. 3,110,456 for the mark **RESPCARE** (hereinafter "The Trademark"); and

WHEREAS ASSIGNOR desires to assign and transfer all right, title and interest in the Trademark to RESPCARE, INC. (hereinafter "ASSIGNEE"), a Nevada corporation, whose principal place of business is 6601 Lyons Road, Building B, 1, 4, Coconut Creek, Florida 33073;

NOW, THEREFORE, ASSIGNOR, for TEN DOLLARS (\$10.00) and other valuable consideration, receipt of which is hereby acknowledged, does hereby assign and transfer to ASSIGNEE all right, title and interest ASSIGNOR has in and to the Trademark, together with the goodwill of the business symbolized thereby.

Date:

8-30-6
BRUCE SHERCO-
Vice President and Treasurer
Innomed Technologies, Inc.

**Allen, Dyer, Doppelt,
Milbrath & Gilchrist, P.A.**

INTELLECTUAL PROPERTY ATTORNEYS

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TO: Assignment Recordation Services
United States Patent and Trademark Office

CLIENT NAME/NUMBER: 38463

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From: David L. Sigalow, Esq. dsigalow@addmg.com

DATE: August 17, 2006

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COMMENTS/INSTRUCTIONS: Transmitting Recordation Cover Sheet and Trademark Assignment.

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