

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
Matria Healthcare, Inc.		11/22/2006	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Facet Technologies, LLC		
Street Address:	1850 Parkway Place		
Internal Address:	Suite 900		
City:	Marietta		
State/Country:	GEORGIA		
Postal Code:	30067		
Entity Type:	LIMITED LIABILITY COMPANY: GEORGIA		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	2738887	FACET	
Registration Number:	2877942	FACET TECHNOLOGIES	
Registration Number:	2745320	FACET TECHNOLOGIES	
Registration Number:	2841853	FACET TECHNOLOGIES	
CORRESPONDENCE DATA			
Fax Number:	(770)984-0098		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	770-984-2300		
Email:	trademark@gardnergroff.com		
Correspondent Name:	Bradley K. Groff		
Address Line 1:	2018 Powers Ferry Road		
Address Line 2:	Suite 800		
Address Line 4:	Atlanta, GEORGIA 30339		
ATTORNEY DOCKET NUMBER:	2G02.9-010		

OP \$115.00 2738887

NAME OF SUBMITTER:	Bradley K. Groff
Signature:	/bkg/
Date:	12/04/2006
Total Attachments: 2 source=0064.tm(Assignment of Marks from Matria)#page1.tif source=0064.tm(Assignment of Marks from Matria)#page2.tif	

ASSIGNMENT

WHEREAS, MATRIA HEALTHCARE, INC. (hereinafter referred to as ASSIGNOR), a Delaware corporation having a principal place of business at 1850 Parkway Place, Marietta, Georgia 30067, adopted, used and was the rightful owner of the following trademarks now registered in the United States Patent and Trademark Office:

Trademark	Registration No.	Registration Date
FACET	2,738,887	07/15/2003
FACET TECHNOLOGIES	2,877,942	08/24/2004
FACET TECHNOLOGIES	2,745,320	07/29/2003
FACET TECHNOLOGIES	2,841,853	05/11/2004

and adopted, used and was the owner of the following trademarks now registered in the United Kingdom Trade Marks Office:

Trademark	Registration No.	Registration Date
FACET	2,265,228	03/23/2001
FACET TECHNOLOGIES	2,265,227	03/23/2001

AND WHEREAS, ASSIGNOR was previously the parent corporation of FACET TECHNOLOGIES, LLC. (hereinafter referred to as ASSIGNEE);

AND WHEREAS, ASSIGNEE previously adopted and used the above marks under the direction of the ASSIGNOR;

AND WHEREAS, ASSIGNOR has divested its ownership in ASSIGNEE, including the above referenced marks and registrations, and that part of its business relating to said marks and registrations, including the goodwill associated therewith;

NOW THEREFORE, for One Dollar (\$1) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, ASSIGNOR does hereby memorialize the assignment, sale, and transfer, and to the extent not previously effective does hereby assign, sell and transfer unto ASSIGNEE, all right, title and interest in and to said marks and said registrations, including the right to sue and collect damages and other remedies for any past, present or future infringement of the marks, together with the goodwill symbolized by said trademarks and registrations, and the portion of the business of the ASSIGNOR to which the marks pertain.

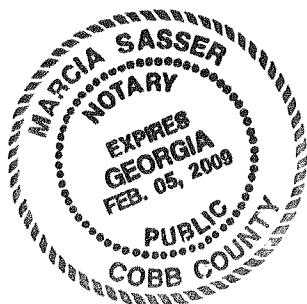
IN WITNESS WHEREOF, ASSIGNOR has caused this instrument to be executed by its duly authorized officer on this 22 day of November, 2006.

MATRIA HEALTHCARE, INC.
By: [Signature]
Print Name: ROBERTA L. McCaw
Title: SVP Legal

STATE OF GEORGIA

Before me, a Notary Public in and for the State of GEORGIA, on this 22nd day of November, 2006, personally appeared ROBERTA L. McCaw of MATRIA Healthcare, Inc., who being duly sworn, signed and acknowledged the foregoing Assignment as his/her free act and deed.

(Seal)



[Signature]
NOTARY PUBLIC
My Commission Expires: