

## TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:

NEW ASSIGNMENT

NATURE OF CONVEYANCE:

RELEASE BY SECURED PARTY

## CONVEYING PARTY DATA

| Name                                                                                                 | Formerly | Execution Date | Entity Type           |
|------------------------------------------------------------------------------------------------------|----------|----------------|-----------------------|
| Merrill Lynch Capital, a division of<br>Merrill Lynch Business Financial<br>Services, Inc., as Agent |          | 12/01/2006     | CORPORATION: DELAWARE |

## RECEIVING PARTY DATA

|                   |                                 |
|-------------------|---------------------------------|
| Name:             | Axia WholeHealth Services, Inc. |
| Street Address:   | 46040 Center Oak Plaza          |
| Internal Address: | Suite 130                       |
| City:             | Sterling                        |
| State/Country:    | VIRGINIA                        |
| Postal Code:      | 20166                           |
| Entity Type:      | CORPORATION: DELAWARE           |

## PROPERTY NUMBERS Total: 9

| Property Type        | Number   | Word Mark                                         |
|----------------------|----------|---------------------------------------------------|
| Registration Number: | 3036940  | AMERICAN WHOLEHEALTH NETWORKS                     |
| Registration Number: | 2273135  | AMERICAN WHOLEHEALTH                              |
| Registration Number: | 1901870  | HCA HOLISTIC CENTERS OF AMERICA                   |
| Registration Number: | 1927265  | BRIDGING CONVENTIONAL AND ALTERNATIVE HEALTH CARE |
| Registration Number: | 1914386  | AMERICAN HOLISTIC CENTERS                         |
| Registration Number: | 1924318  | AHC                                               |
| Serial Number:       | 78469923 | AMERICAN WHOLEHEALTH NETWORKS                     |
| Serial Number:       | 78470019 | AMERICAN WHOLEHEALTH NETWORKS                     |
| Serial Number:       | 78574571 | WHOLEHEALTH FOREVER FIT PROGRAM                   |

## CORRESPONDENCE DATA

900065252

TRADEMARK  
REEL: 003448 FRAME: 0741

CH \$240.00 3036940

Fax Number: (615)742-0410

*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*

Phone: 615-742-7760

Email: trademarks@bassberry.com

Correspondent Name: Robert L. Brewer

Address Line 1: 315 Deaderick Street

Address Line 2: Suite 2700

Address Line 4: Nashville, TENNESSEE 37238

ATTORNEY DOCKET NUMBER:

011211-385

NAME OF SUBMITTER:

Robert L. Brewer

Signature:

/Robert L. Brewer/

Date:

12/21/2006

Total Attachments: 6

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## **RELEASE OF SECURITY INTEREST IN TRADEMARKS**

This Release of Security Interest in Trademarks is made as of December 1, 2006 by Merrill Lynch Capital, a division of Merrill Lynch Business Financial Services Inc., as Agent, with its place of business at 222 N. LaSalle Street, Suite 1600, Chicago, Illinois 60601 (the "Secured Party").

WHEREAS, Axia Health Management, Inc. ("AHM"), Axia WholeHealth Services, Inc. ("AWH"), Axia My ePhit, LLC ("ePhit"), and Axia Quitnet, Inc. ("QuitNet", with AHM, AWH and ePhit, collectively, the "Company"), respectively, owns the trademarks listed on Schedule A attached hereto ("Listed Trademarks"), which trademarks are registered in the United States Patent and Trademark Office (the "Office"); and

WHEREAS, AHM has granted to the Secured Party a security interest in (i) all of its trademarks and trademark applications, including but not limited to the Listed Trademarks, and the registrations thereof and (ii) associated business goodwill therein, all as described in (A) that certain Amended and Restated Trademark Security Agreement dated as of April 5, 2006 executed by AHM and previously filed for record in the Office on September 11, 2006 Trademark Reel No. 003387 Frame No. 0062 and (B) that certain Trademark Security Agreement dated as of November 23, 2004 and filed for record in the Office in Trademark Reel No. 003114 Frame No. 0494 (collectively, the "AHM Trademark Agreement");

WHEREAS, AWH has granted to the Secured Party a security interest in (i) all of its trademarks and trademark applications, including but not limited to the Listed Trademarks, and the registrations thereof and (ii) associated business goodwill therein, all as described in (A) that certain Amended and Restated Trademark Security Agreement dated as of April 5, 2006 executed by AHM and previously filed for record in the Office on September 12, 2006 Trademark Reel No. 003387 Frame No. 0863 and (B) that certain Trademark Security Agreement dated as of June 30, 2005 and filed for record in the Office in Trademark Reel No. 003157 Frame No. 0641 (collectively, the "AWH Trademark Agreement");

WHEREAS, ePhit has granted to the Secured Party a security interest in (i) all of its trademarks and trademark applications, including but not limited to the Listed Trademarks, and the registrations thereof and (ii) associated business goodwill therein, all as described in that certain Amended and Restated Trademark Security Agreement dated as of April 5, 2006 executed by ePhit and previously filed for record in the Office on April 24, 2006 Trademark Reel No. 003295 Frame No. 0602 ("ePhit Trademark Agreement"); and

WHEREAS, QuitNet has granted to the Secured Party a security interest in (i) all of its trademarks and trademark applications, including but not limited to the Listed Trademarks, and the registrations thereof and (ii) associated business goodwill therein, all as described in (A) that certain Amended and Restated Trademark Security Agreement dated as of April 5, 2006 executed by AHM and previously filed for record in the Office on September 11, 2006 Trademark Reel No. 003387 Frame No. 0065 and (B) that certain Trademark Security Agreement dated as of October 7, 2005 and filed for record in the Office in Trademark Reel No. 003288 Frame No. 0376 (collectively, the "QuitNet Trademark Agreement", with the AHM

Trademark Agreement, AWH Trademark Agreement, and ePhit Trademark Agreement, collectively, the "Trademark Agreement").

WHEREAS, the Secured Party has at the Company's request agreed to release its security interest in all of the Company's trademarks, including the Listed Trademarks, and the registrations thereof and the associated business goodwill therein;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Secured Party hereby releases its security interest in all of the Company's trademarks and trademark applications, including the Listed Trademarks, and the registrations thereof and the associated business goodwill therein and to any other rights it might have arising out of the Trademark Agreement.

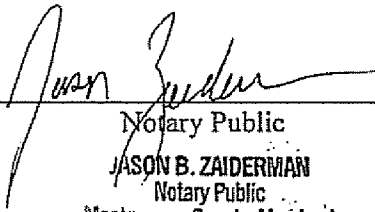
**MERRILL LYNCH CAPITAL**, a division of  
Merrill Lynch Business Financial Services Inc., as  
Agent

By: \_\_\_\_\_

  
Luis Viera  
Vice President

STATE OF Maryland )  
COUNTY OF Montgomery ) SS

On this 30 day of November, 2006, before me appeared Luis Viera, the person who signed this instrument on behalf of Merrill Lynch Capital, a division of Merrill Lynch Business Financial Services Inc., who acknowledged that he signed it as a free act and deed on behalf of Merrill Lynch Capital, a division of Merrill Lynch Business Financial Services Inc., with authority to do so.

  
\_\_\_\_\_  
Notary Public  
JASON B. ZAIDERMAN  
Notary Public  
Montgomery County, Maryland  
My Commission Expires November 5, 2008

My Commission Expires: \_\_\_\_\_

**SCHEDULE A****Trademarks owned by Axia Health Management, Inc.**

| <b>Mark</b>       | <b>Registration or Serial Number</b> | <b>Registration or Application Date</b> | <b>Owner</b>                 |
|-------------------|--------------------------------------|-----------------------------------------|------------------------------|
| Silversneakers    | 2,086,072                            | 08/05/97                                | Axia Health Management, Inc. |
| Silversplash      | 2,674,857                            | 01/14/03                                | Axia Health Management, Inc. |
| Walksport         | 2,607,937                            | 08/13/02                                | Axia Health Management, Inc. |
| Walksport America | 1,824,663                            | 03/1/94                                 | Axia Health Management, Inc. |

**Trademarks owned by Axia My ePhit, LLC**

| <b>Mark</b>        | <b>Registration or Serial Number</b> | <b>Registration or Application Date</b> | <b>Owner</b>       |
|--------------------|--------------------------------------|-----------------------------------------|--------------------|
| Eatphit            | 3,102,961                            | 06/13/06                                | Axia My ePhit, LLC |
| Getphit            | 3,000,897                            | 09/27/05                                | Axia My ePhit, LLC |
| Livephit           | 3,102,960                            | 06/13/06                                | Axia My ePhit, LLC |
| Myephit and Design | 2,644,181                            | 10/29/02                                | Axia My ePhit, LLC |
| My ePhit           | 2,613,189                            | 08/27/02                                | Axia My ePhit, LLC |
| Ecoach             | 78/341,161                           | N/A                                     | Axia My ePhit, LLC |
| Cardioform         | 2,729,920                            | 06/24/03                                | Axia My ePhit, LLC |
| Braintain          | 2,592,779                            | 07/09/02                                | Axia My ePhit, LLC |
| Arthricalm         | 2,644,016                            | 10/29/02                                | Axia My ePhit, LLC |

| Mark                                                                       | Registration or Serial Number | Registration or Application Date | Owner              |
|----------------------------------------------------------------------------|-------------------------------|----------------------------------|--------------------|
| Fat Alterplex                                                              | 2,595,708                     | 07/16/02                         | Axia My ePhit, LLC |
| Mr. Ezzo's Chewables                                                       | 2,636,717                     | 10/15/02                         | Axia My ePhit, LLC |
| Optisure                                                                   | 2,592,778                     | 07/09/02                         | Axia My ePhit, LLC |
| Prostawell                                                                 | 2,592,777                     | 07/09/02                         | Axia My ePhit, LLC |
| Ephorlife Online<br>Nutritionals Personal<br>Health For Life and<br>Design | 76/105,870                    | N/A                              | Axia My ePhit, LLC |

Trademarks owned by Axia Quitnet, Inc.

| Mark             | Registration or Serial Number | Registration or Application Date | Owner              |
|------------------|-------------------------------|----------------------------------|--------------------|
| Design           | 2,922,403                     | 02/01/05                         | Axia Quitnet, Inc. |
| The Q            | 2,881,278                     | 09/07/04                         | Axia Quitnet, Inc. |
| Design           | 2,833,762                     | 04/20/04                         | Axia Quitnet, Inc. |
| Design           | 2,824,523                     | 03/23/04                         | Axia Quitnet, Inc. |
| Design           | 2,697,461                     | 03/18/03                         | Axia Quitnet, Inc. |
| Design           | 2,695,137                     | 03/11/03                         | Axia Quitnet, Inc. |
| Q-Gadget         | 2,654,237                     | 11/26/02                         | Axia Quitnet, Inc. |
| Don't Quit Alone | 2,605,010                     | 08/06/02                         | Axia Quitnet, Inc. |
| Quitnet          | 2,479,973                     | 08/21/01                         | Axia Quitnet, Inc. |

**Trademarks owned by Axia WholeHealth Services, Inc.**

| <b>Mark</b>                                       | <b>Registration or Serial Number</b> | <b>Registration or Application Date</b> | <b>Owner</b>                    |
|---------------------------------------------------|--------------------------------------|-----------------------------------------|---------------------------------|
| American Wholehealth Networks                     | 3,036,940                            | 12/27/05                                | Axia WholeHealth Services, Inc. |
| American WholeHealth                              | 2,273,135                            | 08/24/99                                | Axia WholeHealth Services, Inc. |
| Holistic Centers of America                       | 1,901,870                            | 06/27/95                                | Axia WholeHealth Services, Inc. |
| Bridging Conventional and Alternative Health Care | 1,927,265                            | 10/17/95                                | Axia WholeHealth Services, Inc. |
| America Holistic Centers                          | 1,914,386                            | 08/22/95                                | Axia WholeHealth Services, Inc. |
| AHC                                               | 1,924,318                            | 10/03/95                                | Axia WholeHealth Services, Inc. |
| American WholeHealth Networks                     | 78-469923                            | 08/14/04                                | Axia WholeHealth Services, Inc. |
| American WholeHealth Networks, Inc. (stylized)    | 78-470019                            | 08/14/04                                | Axia WholeHealth Services, Inc. |
| WholeHealth Forever Fit                           | 78-574571                            | 02/24/05                                | Axia WholeHealth Services, Inc. |