

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
KEY HEALTH GROUP, INC.		12/14/2006	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	CONVERGENT CAPITAL PARTNERS I, L.P.		
Street Address:	5353 WAYZATA BOULEVARD, #205		
City:	WAYZATA		
State/Country:	MINNESOTA		
Postal Code:	55416		
Entity Type:	LIMITED PARTNERSHIP: DELAWARE		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Serial Number:	78935369	KEYMEDS	
Serial Number:	78777639	KEY HEALTH	
Serial Number:	78776571	KEY HEALTH	
CORRESPONDENCE DATA			
Fax Number:	(612)338-3857		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	612-338-0115		
Email:	glipp@fwhtlaw.com		
Correspondent Name:	GLENDA M. LIPP, C/O FABYANSKE LAW FIRM		
Address Line 1:	800 LASALLE AVENUE, SUITE 1900		
Address Line 4:	MINNEAPOLIS, MINNESOTA 55402		
NAME OF SUBMITTER:	GLENDA LIPP		
Signature:	/GLENDA LIPP/		
Date:	04/16/2007		

OP \$90.00 78935369

Total Attachments: 3

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NOTICE OF SECURITY INTEREST IN U.S. TRADEMARKS

United States Trademark Office:

Please be advised that pursuant to a Security Agreement dated as of May 27, 2003 (the "Security Agreement") by KEY HEALTH GROUP, INC., a Delaware corporation ("Grantor"), for the benefit of CONVERGENT CAPITAL PARTNERS I, L.P., in its capacity as Collateral Agent ("Secured Party"), Grantor has granted to Secured Party a continuing security interest in, and a continuing lien upon, all of the trademarks and trademark applications described below together with the goodwill of the business with which such trademarks and trademark applications are associated:

TRADEMARKS

See Part I of Exhibit A attached hereto and incorporated herein by reference.

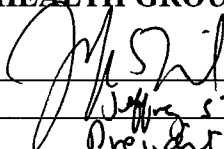
TRADEMARK APPLICATIONS

See Part II of Exhibit A attached hereto and incorporated herein by reference.

Secured Party's security interest in the described trademark and trademark applications can be terminated only in accordance with the terms of the Security Agreement.

Very truly yours,

KEY HEALTH GROUP, INC.

By: 

Name: Jeffrey S. Trivilio

Its: President

Subscribed and sworn to before me
this ___ day of December, 2006.

See attached

~~_____
Notary Public~~

EXHIBIT A

TRADEMARKS AND TRADEMARKS APPLICATIONS

PART I. TRADEMARKS

None.

PART II. TRADEMARK APPLICATIONS

<u>Serial No.</u>	<u>Mark</u>	<u>Filing Date</u>
78935369	KeyMEDS	July 22, 2006
78777639	Key Health	December 20, 2005
78776571	Key Health	December 19, 2005

CALIFORNIA JURAT WITH AFFIANT STATEMENT

State of California

County of Los Angeles } ss.

See Attached Document (Notary to cross out lines 1-6 below)

See Statement Below (Lines 1-5 to be completed only by document signer[s], *not* Notary)

Signature of Document Signer No. 1

Signature of Document Signer No. 2 (if any)

Subscribed and sworn to (or affirmed) before me on this

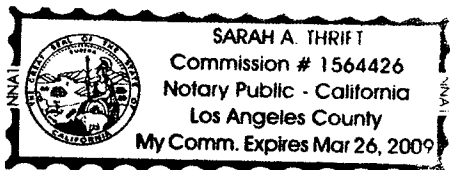
14th day of December, 2006, by

(1) Jeffrey S. Trigitto,
Name of Signer

Personally known to me
 Proved to me on the basis of satisfactory evidence to be the person who appeared before me (.) (,) (and)

(2) _____, Name of Signer

Personally known to me
 Proved to me on the basis of satisfactory evidence to be the person who appeared before me.)



Sarah A. Thrift
Signature of Notary Public

Place Notary Seal Above

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Further Description of Any Attached Document

Title or Type of Document: _____

Document Date: _____ Number of Pages: _____

Signer(s) Other Than Named Above: _____

RIGHT THUMBPRINT OF SIGNER #1
Top of thumb here

RIGHT THUMBPRINT OF SIGNER #2
Top of thumb here