

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
Community Psychiatric Centers Corporation		04/16/2007	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Kindred Healthcare, Inc.		
Street Address:	680 South Fourth Street		
City:	Louisville		
State/Country:	KENTUCKY		
Postal Code:	40202		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	1459721	COUNTERPOINT CENTER	
CORRESPONDENCE DATA			
Fax Number:	(502)587-6391		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	502-587-3400		
Email:	jkovalcik@stites.com		
Correspondent Name:	Jennifer L. Kovalcik		
Address Line 1:	400 West Market Street		
Address Line 2:	Stites & Harbison, Suite 1800		
Address Line 4:	Louisville, KENTUCKY 40202		
ATTORNEY DOCKET NUMBER:	434W/00001		
NAME OF SUBMITTER:	Memorie Stofferahn		
Signature:	/memorie stofferahn/		

OP \$40.00 1459721

Date:

04/18/2007

Total Attachments: 2

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TRADEMARK ASSIGNMENT

The service mark listed below, COUNTERPOINT CENTER, U.S. Registration No. 1,459,721, was federally registered with the United States Patent & Trademark Office on September 29, 1987 (the "Mark"). The Registration was originally filed by Community Psychiatric Centers Corporation. This agreement confirms the transfer of the Mark as follows:

(1) Community Psychiatric Centers Corporation, a corporation organized and existing under the laws of the State of Delaware and having its principal office and place of business at 680 South Fourth Avenue, Louisville, Kentucky ("Assignor"), changed its name to Transitional Hospitals Corporation on November 14, 1996, and the Mark listed below and originally registered under the name of Assignor was transferred and assigned, together with all Assignor's rights, title and interest in and to such Mark, including goodwill in the business symbolized by such Mark as of that date to Transitional Hospitals Corporation.

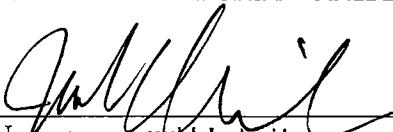
(2) Transitional Hospitals Corporation merged into Kindred Healthcare Operating, Inc. ("KHO") on December 31, 2003 (the "Merger Date"), and the trademark listed below and registered under the name of Assignor was transferred and assigned as of the Merger Date to KHO, together with all Assignor's rights, title and interest in and to such Mark, including the goodwill in the business symbolized by such Mark.

(3) KHO is a wholly owned subsidiary of Kindred Healthcare, Inc., a corporation organized and existing under the laws of the State of Delaware and having its principal office and place of business at 680 South Fourth Avenue, Louisville, Kentucky ("KHI"). KHO, for good and valuable consideration, receipt and sufficiency of which is hereby acknowledged, does hereby assign unto KHI all right, title, and interest in and to, together with the goodwill of the business symbolized by the Mark listed below:

TRADEMARK	REGISTRATION NUMBER	REGISTRATION DATE
COUNTERPOINT CENTER	1,459,721	09/29/1987

IN WITNESS WHEREOF, the assigning parties have executed this instrument on this 16th day of April, 2007.

COMMUNITY PSYCHIATRIC CENTERS CORPORATION
[SUBSEQUENTLY KNOWN AS: TRANSITIONAL
HOSPITALS CORPORATION] [NOW KNOWN AS:
KINDRED HEALTHCARE OPERATING, INC.]

BY: 
Name: Joseph L. Landenwich
Title: Senior Vice President of Corporate Legal Affairs and Corporate Secretary

STATE OF Kentucky)
) SS
COUNTY OF Jefferson)

Subscribed and sworn to me on behalf of Transitional Hospitals Corporation
by Joseph L. Landerwich this 16th day of April, 2007.

My Commission Expires May 23, 2009.
Mailey A. Weaver
Notary Public

KINDRED HEALTHCARE OPERATING, INC.

BY: [Signature]
Name: Joseph L. Landerwich
Title: Senior Vice President of Corporate Legal Affairs and Corporate Secretary

STATE OF Kentucky)
) SS
COUNTY OF Jefferson)

Subscribed and sworn to me on behalf of Kindred Healthcare Operating, Inc., by
Joseph L. Landerwich this 16th day of April, 2007.

My Commission Expires May 23, 2009.
Mailey A. Weaver
Notary Public