

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	06/19/2006

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
CareAssist, Inc.		06/19/2006	CORPORATION: CALIFORNIA

RECEIVING PARTY DATA

Name:	The Assist Group, Inc.
Street Address:	300 Union Blvd., Suite 515
City:	Denver
State/Country:	COLORADO
Postal Code:	80228
Entity Type:	CORPORATION: COLORADO

PROPERTY NUMBERS Total: 4

Property Type	Number	Word Mark
Serial Number:	78900443	
Serial Number:	78900485	CAREASSIST
Serial Number:	78900467	
Serial Number:	78900508	CLINASSIST

CORRESPONDENCE DATA

Fax Number: (858)450-8499
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: (858) 450-8400
 Email: john.wilson@hellerehrman.com
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ATTORNEY DOCKET NUMBER: 40826-0001

OP \$115.00 78900443

NAME OF SUBMITTER:	John C. Wilson
Signature:	/John C. Wilson/
Date:	05/15/2007
Total Attachments: 5 source=CareAssist-The Assist Group Merger#page1.tif source=CareAssist-The Assist Group Merger#page2.tif source=CareAssist-The Assist Group Merger#page3.tif source=CareAssist-The Assist Group Merger#page4.tif source=CareAssist-The Assist Group Merger#page5.tif	

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Statement of Merger

filed pursuant to §7-90-301, et seq. and §7-90-203 Colorado Revised Statutes (C.R.S.)

1. Entity name or true name of each
merging entity
(other than the surviving entity)

CareAssist, Inc.

(Enter name exactly as it appears in the records of the secretary of state if applicable)

Form of entity

corporation

Jurisdiction under which the
entity was formed

California

ID number (if applicable)

Principal office street address:

300 Union Boulevard

(Street name and number)

Suite 515

Denver

(City)

CO

(State)

80228

(Postal/Zip Code)

(Province - if applicable)

(Country - if not US)

Principal office mailing address
(if different from above)

(Street name and number or Post Office Box information)

(City)

(State)

(Postal/Zip Code)

(Province - if applicable)

(Country - if not US)

Entity name or true name
(other than the surviving entity)

(Enter name exactly as it appears in the records of the secretary of state if applicable)

Form of entity

Jurisdiction under which the
entity was formed

ID number (if applicable)

Principal office street address

(Street name and number)

(City) (State) (Postal/Zip Code)

(Province - if applicable) (Country - if not US)

Principal office mailing address
(if different from above)

(Street name and number or Post Office Box information)

(City) (State) (Postal/Zip Code)

(Province - if applicable) (Country - if not US)

Entity name or true name
(other than the surviving entity)

(Enter name exactly as it appears in the records of the secretary of state if applicable)

Form of entity

Jurisdiction under which the
entity was formed

ID number (if applicable)

Principal office street address

(Street name and number)

(City) (State) (Postal/Zip Code)

(Province - if applicable) (Country - if not US)

Principal office mailing address
(if different from above)

(Street name and number or Post Office Box information)

(City) (State) (Postal/Zip Code)

(Province - if applicable) (Country - if not US)

(If there are more than three merging entities, mark this box and include an attachment stating the entity name, ID number, and the principal office address of each additional merging entity.)

2. Entity name of the surviving entity

The Assist Group, Inc.
(Enter name exactly as it appears in the records of the secretary of state if applicable)

Form of entity

corporation

Jurisdiction under which the
entity was formed

Colorado

ID number (if applicable) 20061234410

Principal office street address 300 Union Boulevard
(Street name and number)
Suite 515
Denver CO 80228
(City) (State) (Postal/Zip Code)
(Province - if applicable) (Country - if not US)

Principal office mailing address
(if different from above) _____
(Street name and number or Post Office Box information)

(City) (State) (Postal/Zip Code)

(Province - if applicable) (Country - if not US)

3. The merging entities are merged into the surviving entity.

4. If one or more of the merging entities is a registrant of a trademark described in a filed document in the records of the secretary of state, mark this box and state below the document number of each such filed document.

Document number _____

Document number _____

(If more than two trademarks, mark this box and include an attachment stating the additional document numbers.)

5. Additional information may be included. If applicable, mark this box and include an attachment stating the additional information.

6. (Optional) Delayed effective date: _____
(mm/dd/yyyy)

Notice:

Causing this document to be delivered to the secretary of state for filing shall constitute the affirmation or acknowledgment of each individual causing such delivery, under penalties of perjury, that the document is the individual's act and deed, or that the individual in good faith believes the document is the act and deed of the person on whose behalf the individual is causing the document to be delivered for filing, taken in conformity with the requirements of part 3 of article 90 of title 7, C.R.S., the constituent documents, and the organic statutes, and that the individual in good faith believes the facts stated in the document are true and the document complies with the requirements of that Part, the constituent documents, and the organic statutes.

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7. Name(s) and address(es) of the individual(s) causing the document to be delivered for filing:

Dubin Marlin
(Last) (First) (Middle) (Suffix)
300 Union Boulevard

(Street name and number or Post Office Box information)

Suite 515

Denver CO 80228

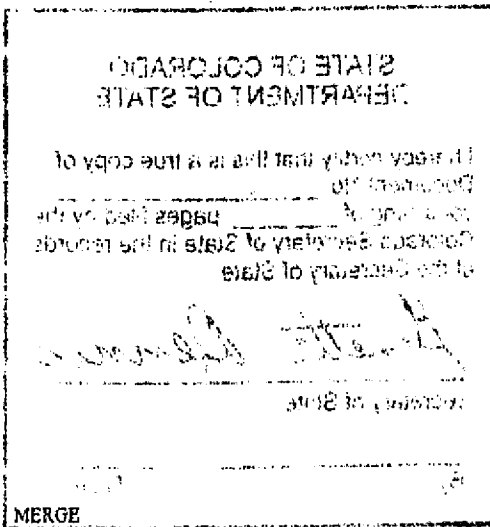
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(The document need not state the true name and address of more than one individual. However, if you wish to state the name and address of any additional individuals causing the document to be delivered for filing, mark this box and include an attachment stating the name and address of such individuals.)

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STATE OF COLORADO
DEPARTMENT OF STATE

I hereby certify that this is a true copy of
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consisting of 4 pages filed by the
Colorado Secretary of State in the records
of the Secretary of State.

Hinette Dennis

Secretary of State

By *Molly Johnson* Date 6/19/2006