

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	Notice of Grant of Security Interest

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Cannon & Associates, LLC		06/16/2006	LIMITED LIABILITY COMPANY: DELAWARE

**RECEIVING PARTY DATA**

<b>Name:</b>	Bank of America, N.A., as Collateral Agent
<b>Street Address:</b>	231 S. LaSalle Street
<b>Internal Address:</b>	IL1-231-08-30
<b>City:</b>	Chicago
<b>State/Country:</b>	ILLINOIS
<b>Postal Code:</b>	60697
<b>Entity Type:</b>	national banking association: UNITED STATES

**PROPERTY NUMBERS Total: 6**

Property Type	Number	Word Mark
Registration Number:	3046200	POLARIS GROUP
Registration Number:	3095190	STRATEGIC SOLUTIONS FOR HEALTH CARE
Registration Number:	3089661	WE TURN PROBLEMS INTO LONG TERM SOLUTIONS
Registration Number:	3028734	POLARIS PULSE
Registration Number:	2148095	POLARIS GROUP STRATEGIC SOLUTIONS FOR HEALTHCARE
Serial Number:	78498507	POLARIS

**CORRESPONDENCE DATA**

Fax Number: (919)416-8363  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 9192868041  
 Email: pto\_tmconfirmation@mvalaw.com  
 Correspondent Name: Moore & Van Allen PLLC  
 Address Line 1: 430 Davis Drive

OP \$165.00 3046200

Address Line 2: Suite 500  
Address Line 4: Morrisville, NORTH CAROLINA 27560

ATTORNEY DOCKET NUMBER:	327000.9839NTCANNONJES
NAME OF SUBMITTER:	John E. Slaughter
Signature:	/John E. Slaughter/
Date:	05/21/2007

Total Attachments: 3  
source=NGSI-T Cannon#page1.tif  
source=NGSI-T Cannon#page2.tif  
source=NGSI-T Cannon#page3.tif

NOTICE  
OF  
GRANT OF SECURITY INTEREST  
IN  
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Amended and Restated Security Agreement dated as of June 16, 2006 (the "Security Agreement") by and among the Grantors party thereto (each an "Grantor" and collectively, the "Grantors") and Bank of America, N.A., as Collateral Agent (the "Collateral Agent") for the holders of the Secured Obligations referenced therein, the undersigned Grantor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications set forth on Schedule 1 attached hereto to the Collateral Agent for the benefit of the holders of the Secured Obligations.

The Grantors and the Collateral Agent, on behalf of the holders of the Secured Obligations, hereby acknowledge and agree that the security interest in the trademarks and trademark applications set forth on Schedule 1 attached hereto (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

[SIGNATURES ON FOLLOWING PAGE]

Very truly yours,

CANNON & ASSOCIATES, LLC,  
a Delaware limited liability company

By: 

Name: **DAVID ENFORCE**

Title: **SR. V.P.**

Grantor's Address: Cannon & Associates, LLC  
c/o RehabCare Group, Inc.  
7733 Forsyth Blvd., 23<sup>rd</sup> Floor  
St. Louis, MO 63105

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Collateral Agent

By: 

Name:

Title:

Michael Brashler  
Vice President

REHABCARE GROUP, INC.  
NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS

TRADEMARK  
REEL: 003545 FRAME: 0766

# Schedule 1

**Cannon & Associates, LLC**  
**(Delaware limited liability company)**

## U.S. Trademarks

### Registered Marks

Mark	Registration No.	Registration Date
POLARIS GROUP	3046200	01/17/06
STRATEGIC SOLUTIONS FOR HEALTH CARE	3095190	05/23/06
WE TURN PROBLEMS INTO LONG TERM SOLUTIONS	3089661	05/09/06
POLARIS PULSE	3028734	12/13/05
POLARIS GROUP STRATEGIC SOLUTIONS FOR HEALTHCARE	2148095	03/31/98

### Pending Application

Mark	Application No.	Filing Date
POLARIS	78498507	10/12/04