

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/20/2007

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
MANORCARE HEALTH SERVICES, INC.		12/20/2007	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

Name:	MANOR CARE, INC.
Street Address:	333 N. Summit Street
City:	Toledo
State/Country:	OHIO
Postal Code:	43604-2617
Entity Type:	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 5**

Property Type	Number	Word Mark
Registration Number:	0856209	AMERICANA
Serial Number:	78804666	ARDEN COURTS
Registration Number:	1907765	CARELINE
Registration Number:	0914464	MANOR CARE
Registration Number:	1668064	THALIA

**CORRESPONDENCE DATA**

Fax Number: (412)288-3063  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 412-288-3233  
 Email: ptoipinbox@reedsmith.com  
 Correspondent Name: Jody L. Burtner, Senior Paralegal  
 Address Line 1: P.O. Box 488  
 Address Line 2: Reed Smith LLP

**OP \$140.00 0856209**

Address Line 4: Pittsburgh, PENNSYLVANIA 15230-0488

ATTORNEY DOCKET NUMBER: 304800.20058.1354

NAME OF SUBMITTER: Jody L. Burtner

Signature: /Jody L. Burtner/

Date: 01/28/2008

Total Attachments: 3  
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source=hcr Burbomanorcarehealthservicesmergertomanorcareinc#page2.tif  
source=hcr Burbomanorcarehealthservicesmergertomanorcareinc#page3.tif

# Delaware

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*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

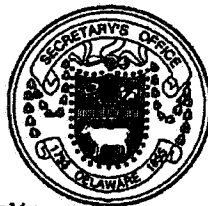
"MANORCARE HEALTH SERVICES, INC.", A DELAWARE CORPORATION, WITH AND INTO "MANOR CARE, INC." UNDER THE NAME OF "MANOR CARE, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTIETH DAY OF DECEMBER, A.D. 2007, AT 1:32 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

2272335 8100M

071347001

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6255992

DATE: 12-20-07

TRADEMARK

REEL: 003705 FRAME: 0367

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 01:32 PM 12/20/2007  
FILED 01:32 PM 12/20/2007  
SRV 071347001 - 2272335 FILE

CERTIFICATE OF MERGER  
OF  
MANORCARE HEALTH SERVICES, INC.  
INTO  
MANOR CARE, INC.

Pursuant to Section 251(c) of the General  
Corporation Law of the State of Delaware

The undersigned officer on behalf of Manor Care, Inc., a Delaware corporation,  
does hereby certify:

FIRST: The names and states of incorporation of the constituent corporations to  
this merger are as follows:

Manor Care, Inc.	-	Delaware
ManorCare Health Services, Inc.	-	Delaware

SECOND: An Agreement and Plan of Merger has been approved, adopted,  
certified, executed and acknowledged by each of the constituent corporations in accordance with  
Section 251 of the General Corporation Law of the State of Delaware (the "DGCL"), and with  
respect to ManorCare Health Services, Inc., by written consent of its sole stockholder in  
accordance with Section 228 of the DGCL.

THIRD: The name of the corporation surviving the merger is Manor Care, Inc.

FOURTH: That by virtue of the merger provided for herein, the Certificate of  
Incorporation of the surviving corporation as in effect immediately prior to the merger shall be  
the Certificate of Incorporation of the surviving corporation.

FIFTH: The executed Agreement and Plan of Merger is on file at the office of the  
surviving corporation. The address of such office is Manor Care, Inc., 333 North Summit Street,  
Toledo, Ohio 43604-2617. A copy will be provided, upon request and without cost, to any  
stockholder of either constituent corporation.

SIXTH: That this Certificate of Merger (the "Certificate") shall be effective as of  
this 20th day of December, 2007 at such time as the Certificate is filed with the Secretary of  
State of the State of Delaware in accordance with the provisions of Section 103 and 251(c) of the  
DGCL.

*Signature page follows.*

IN WITNESS WHEREOF, Manor Care, Inc. has caused the Certificate to be executed in its corporate name as of the date first written above.

Manor Care, Inc.

/s/ Steven M. Cavanaugh

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

Name: Steven M. Cavanaugh

Title: Vice President and Chief Financial Officer

*Signature page to Certificate of Merger of ManorCare Health Services, Inc. with and into Manor Care, Inc.*