

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
MANOR CARE OF AMERICA, INC.		12/20/2007	CORPORATION: DELAWARE

RECEIVING PARTY DATA

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

PROPERTY NUMBERS Total: 13

Property Type	Number	Word Mark
Serial Number:	78583359	HTPN WORK INJURY MANAGEMENT
Registration Number:	3255962	HUG FUND
Registration Number:	2145784	M
Registration Number:	2144065	M MANORCARE HEALTH SERVICES
Registration Number:	3243245	MANOR CARE
Registration Number:	2141949	MANORCARE HEALTH SERVICES
Registration Number:	2145785	MANORCARE HEALTH SERVICES
Registration Number:	2992894	MEMOREASE
Registration Number:	3087992	MEMOREASE MEMORY TRAINING
Registration Number:	2141950	
Registration Number:	1985274	SPRINGHOUSE
Registration Number:	1352186	THE WILLIAMSBURG
Registration Number:	1320066	THE WILLIAMSBURG

OP \$340.00 78583359

TRADEMARK

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. Box88
Address Line 2: Reed Smith LLP
Address Line 4: Pittsburgh, PENNSYLVANIA 15219

ATTORNEY DOCKET NUMBER:	304800.20058.1354
NAME OF SUBMITTER:	Jody L. Burtner
Signature:	/Jody L. Burtner/
Date:	01/28/2008

Total Attachments: 4
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Delaware

PAGE 1

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:

"HCRC INC.", A DELAWARE CORPORATION,

"MANOR CARE OF AMERICA, INC.", A DELAWARE CORPORATION,

"MNR FINANCE CORP.", 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 12:56 O'CLOCK P.M.

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

2272335 8100M

071346973

You may verify this certificate online
at corp.delaware.gov/authver.shtml



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6255873

DATE: 12-20-07

TRADEMARK

REEL: 003705 FRAME: 0404

CERTIFICATE OF MERGER

OF

**MANOR CARE OF AMERICA, INC.
HCRC INC.
MNR FINANCE CORP.**

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
Manor Care of America, Inc.	-	Delaware
HCRC Inc.	-	Delaware
MNR Finance Corp.	-	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 MNR Finance Corp., Manor Care of America, Inc., and HCRC Inc., by written consent
of their 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.

DC\1048078.1

TRADEMARK
REEL: 003705 FRAME: 0406

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 Manor Care of America, Inc., HCRC Inc., and MNR Finance Corp with and into Manor Care, Inc.