

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Mellon Bank, N.A.		09/16/2008	A National Banking Association:

RECEIVING PARTY DATA

Name:	Genesis Healthcare Holding Company II, Inc.
Street Address:	101 E State Street
Internal Address:	c/o Genesis Healthcare Corporation, Genesis Counsel
City:	Kennett Square
State/Country:	PENNSYLVANIA
Postal Code:	19348
Entity Type:	CORPORATION: DELAWARE

Name:	Neighborcare Holdings, Inc.
Street Address:	7 East Lee Street
City:	Baltimore
State/Country:	MARYLAND
Postal Code:	21202
Entity Type:	CORPORATION: DELAWARE

Name:	Genesis Holdings, Inc.
Street Address:	1080 SILVER LAKE BOULEVARD
City:	Dover
State/Country:	DELAWARE
Postal Code:	19901
Entity Type:	CORPORATION:

PROPERTY NUMBERS Total: 22

Property Type	Number	Word Mark
Registration Number:	1637937	NEIGHBORCARE PHARMACIES

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Registration Number:	1654004	RX NEIGHBORCARE PHARMACIES
Registration Number:	1882699	WHAT WE DELIVER IS QUALITY HEALTH CARE
Registration Number:	1882700	CARE YOU CAN DEPEND ON
Registration Number:	1882701	SETTING THE STANDARD IN PHARMACY SERVICES
Registration Number:	1865489	PROFESSIONAL PHARMACIES
Registration Number:	2885481	GENESIS HEALTH VENTURES
Registration Number:	1958827	TAKING THE TIME TO HELP A FRIEND
Registration Number:	2302332	GENESIS ELDERCARE
Registration Number:	2062522	GENESIS MANAGEMENT RESOURCES
Registration Number:	2120741	TIDEWATER HEALTHCARE SHARED SERVICES GROUP
Registration Number:	2239106	FOR A FULL LIFE
Registration Number:	2084540	ELDERCARE FOR A FULL LIFE
Registration Number:	2196189	GENESIS ELDERCARE
Registration Number:	2107781	REDEFINING ELDERCARE IN AMERICA
Registration Number:	2175374	FULL POTENTIAL
Registration Number:	2270169	
Registration Number:	2245401	NEIGHBORCARE
Registration Number:	2433814	FULL LIFE
Registration Number:	2438771	ELDERTRUST
Serial Number:	75621347	ELDERCISE
Serial Number:	75701621	STRENGTH FOR A FULL LIFE

CORRESPONDENCE DATA

Fax Number: (804)783-6507
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Email: gkuehnle@williamsmullen.com
 Correspondent Name: Gregory Kuehnle
 Address Line 1: 1021 East Cary Street
 Address Line 2: Williams Mullen
 Address Line 4: Richmond, VIRGINIA 23219

NAME OF SUBMITTER:	Gregory Kuehnle
Signature:	/Gregory Kuehnle/
Date:	09/30/2008

Total Attachments: 3
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LIEN TERMINATION STATEMENT

U.S. PATENT AND TRADEMARK OFFICE

THIS LIEN TERMINATION STATEMENT is entered into by Mellon Bank, N.A., whose business address is One Mellon Center, Suite 965, Pittsburgh, PA 152581735 (the "Mellon Bank"), as of the 16th day of September, 2008 (the "Termination Date").

WHEREAS, Mellon Bank recorded liens (collectively, the "Liens") at the U.S. Patent and Trademark Office against U.S. registrations for various trademarks (collectively, the "Marks") set forth on Schedule "A" attached hereto and made a part hereof; and

WHEREAS, Mellon Bank wishes to release and terminate the Liens and release all security interests and other claims and encumbrances related to the Marks;

NOW THEREFORE, be it known as follows:

1. Mellon Bank hereby releases and terminates the Liens and releases all security interests and other claims and encumbrances related to the Marks (all as set forth on Schedule "A" attached hereto) as of the Termination Date.
2. Mellon Bank hereby consents that this Termination Statement be filed with the U.S. Patent and Trademark Office.

IN WITNESS WHEREOF, the undersigned has executed this Lien Termination Statement as of the date first written above.

MELLON BANK, N.A.

By: 

Name: Dennis Joyed

Title: First Vice President

SCHEDULE "A"

List of Liens Against Marks Being Terminated

1. Trademark "NEIGHBORCARE PHARMACIES," filed March 26, 1990;
U.S. Registration No. 1,637,937;
2. Trademark "RX NEIGHBORCARE PHARMACIES," filed September 21, 1990;
U.S. Registration No. 1,654,004;
3. Trademark "WHAT WE DELIVER IS QUALITY HEALT CARE," filed May 6, 1994;
U.S. Registration No. 1,882,699;
4. Trademark "CARE YOU CAN DEPEND ON," filed May 6, 1994;
U.S. Registration No. 1,882,700;
5. Trademark "SETTING THE STANDARD IN PHARMACY SERVICE,"
filed May 6, 1994;
U.S. Registration No. 1,882,701;
6. Trademark "PROFESSIONAL PHARMACIES," filed May 6, 1994;
U.S. Registration No. 1,865,489;
7. Trademark "GENESIS HEALTH VENTURES," filed January 10, 1995;
U.S. Registration No. 2,885,481;
8. Trademark "TAKING THE TIME TO HELP A FRIEND," filed April 5, 1995;
U.S. Registration No. 1,958,827;
9. Trademark "GENESIS ELDERCARE," filed April 14, 1995;
U.S. Registration No. 2,302,332;
10. Trademark "GENESIS MANAGEMENT RESOURCES," filed April 20, 1995;
U.S. Registration No. 2,062,522;
11. Trademark "TIDEWATER HEALTHCARE SHARED SERVICES GROUP,"
filed April 20, 1995;
U.S. Registration No. 2,120,741;
12. Trademark "FOR A FULL LIFE," filed June 6, 1995;
U.S. Registration No. 2,239,106;
13. Trademark "ELDERCARE FOR A FULL LIFE," filed June 6, 1995;
U.S. Registration No. 2,084,540;

14. Trademark "GENESIS ELDERCARE," filed December 7, 1995;
U.S. Registration No. 2,196,189;
15. Trademark "REDEFINING ELDERCARE IN AMERICA," filed January 24, 1996;
U.S. Registration No. 2,107,781;
16. Trademark "FULL POTENTIAL," filed March 14, 1996;
U.S. Registration No. 2,175,374;
17. Trademark filed June 6, 1997;
U.S. Registration No. 2,270,169;
18. Trademark "NEIGHBORCARE," filed June 6, 1997;
U.S. Registration No. 2,245,401;
19. Trademark "ELDERTRUST," filed June 25, 1997;
Registration No. 2,438,771;
20. Trademark "FULL LIFE," filed December 16, 1997;
U.S. Registration No. 2,433,814;
21. Trademark "ELDERCISE," filed January 15, 1999;
U.S. Registration No. NONE, Serial No. 75621347; and
22. Trademark "STRENGTH FOR A FULL LIFE," filed May 10, 1999;
U.S. Registration No. NONE, Serial No. 75701621.