

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
Bank of America, N.A. (as successor-in-interest to Bank of America National Trust and Savings Association)		10/28/2008	National Association: NORTH CAROLINA

RECEIVING PARTY DATA

Name:	Apria Healthcare Group Inc.
Street Address:	26220 Enterprise Court
City:	Lake Forest
State/Country:	CALIFORNIA
Postal Code:	92630
Entity Type:	CORPORATION: DELAWARE

Name:	Apria Healthcare, Inc.
Street Address:	26220 Enterprise Court
City:	Lake Forest
State/Country:	CALIFORNIA
Postal Code:	92630
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 26

Property Type	Number	Word Mark
Registration Number:	1328320	ABBAY DURATECH
Registration Number:	1477509	APREX
Registration Number:	1540188	MEMS
Registration Number:	1505393	PROTOCARE
Registration Number:	1695215	RDP
Registration Number:	1666684	CALENDAR PLOT

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Registration Number:	1809696	HOMEDCO
Registration Number:	1811214	HOMEDCO
Registration Number:	1699458	RESPIMED
Registration Number:	1809697	HOMEDCO
Registration Number:	1679274	CALENDAR PLOT
Registration Number:	1700293	THERAPEUTIC COVERAGE
Registration Number:	1769037	ABBAY HOME HEALTHCARE
Registration Number:	1740452	ABBAY HOME HEALTHCARE
Registration Number:	1867835	CARING FOR AMERICA'S HEALTH AT HOME
Registration Number:	1865618	MEMS VIEW
Registration Number:	1858060	HOMEDCO
Registration Number:	1859037	HOMEDCO
Registration Number:	1856105	HOMEDCO
Registration Number:	1934902	APREX
Serial Number:	74692441	APRIA HEALTHCARE GROUP INC.
Registration Number:	2192503	APRIA CARE
Serial Number:	75013546	HEALTHCREST
Registration Number:	2109031	APRIADIRECT
Registration Number:	2139023	A NEW DIMENSION IN HOMECARE
Registration Number:	2297368	APRIA HEALTHCARE

CORRESPONDENCE DATA

Fax Number: (212)859-4000
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 2128598000
Email: teas@ffhsj.com
Correspondent Name: Julie A. Newman, Fried Frank, et al.
Address Line 1: One New York Plaza
Address Line 4: New York, NEW YORK 10004

ATTORNEY DOCKET NUMBER:	30029-188/7274
NAME OF SUBMITTER:	Julie A. Newman
Signature:	/JAN/
Date:	10/28/2008

Total Attachments: 3
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**TERMINATION AND RELEASE OF SECURITY INTEREST
IN TRADEMARK RIGHTS**

TERMINATION AND RELEASE dated as of October 28, 2008, from Bank of America, N.A. (as successor-in interest to Bank of America National Trust and Savings Association), as Collateral Agent (the "Agent") for certain banks and other financial institutions (the "Lenders").

WITNESSETH:

WHEREAS, pursuant to the Security Agreement, dated as of March 13, 1998, made by Apria Healthcare Group, Inc. and Apria Healthcare, Inc. (the "Grantors") in favor of the Agent (the "Collateral Agreement"), a security interest (the "Security Interest") was granted by the Grantors to the Agent in certain collateral, including the Trademark Collateral (as hereinafter defined);

WHEREAS, the Security Interest was recorded in the Trademark Division of the United States Patent and Trademark Office on May 18, 1998, at Reel 1726 and Frame 0725; and

WHEREAS, the Agent now desires to terminate and release the entirety of its Security Interest in the Trademark Collateral;

NOW, THEREFORE, for good and valuable consideration including the satisfaction of all obligations, indebtedness and liabilities secured by the Trademark Collateral pursuant to the Collateral Agreement, the receipt and adequacy of which are hereby acknowledged, and upon the terms set forth in this Termination and Release, the Agent hereby states as follows:

1. Definitions. The term "Trademark Collateral," as used herein, shall mean all of the Grantors' right, title and interest of every kind and nature as of the date hereof in the Trademarks (including, without limitation, those items listed on Schedule A hereto). The term "Trademarks" shall have the meaning provided by reference in the Collateral Agreement.

2. Release of Security Interest. The Agent hereby terminates, releases and discharges its Security Interest in the Trademark Collateral, and any right, title or interest of the Agent in such Trademark Collateral arising from the Security Agreement shall hereby cease and become void.

3. Further Assurances. The Agent hereby agrees to duly execute, acknowledge, procure and deliver any further documents and to do such other acts as may be reasonably necessary to effect the release of the Security Interest contemplated hereby.

IN WITNESS WHEREOF, the undersigned has executed this Termination and Release
by its duly authorized officer as of the date first above written.

Bank of America, N.A.

By: 

Name: Joseph L. Corah

Title: Senior Vice President

TRADEMARK

REEL: 003878 FRAME: 0697

Schedule A

Trademark	Application / Registration Number
ABBEY DURATECH	1,328,320
APREX	1,477,509
MEMS	1,540,188
PROTOCARE	1,505,393
RDP	1,695,215
CALENDAR PLOT	1,666,684
HOMEDCO	1,809,696
HOMEDCO	1,811,214
RESPIMED	1,699,458
HOMEDCO	1,809,697
CALENDAR PLOT	1,679,274
THERAPEUTIC COVERAGE	1,700,293
ABBEY HOME HEALTHCARE	1,769,037
ABBEY HOME HEALTHCARE	1,740,452
CARING FOR AMERICA'S HEALTH AT HOME	1,867,835
MEMS VIEW	1,865,618
HOMEDCO	1,858,060
HOMEDCO	1,859,037
HOMEDCO	1,856,105
APREX	1,934,902
APRIA HEALTHCARE GROUP INC.	74/692,441
APRIA CARE	2,192,503
HEALTHCREST	75/013,546
APRIADIRECT	2,109,031
A NEW DIMENSION IN HOMECARE	2,139,023
APRIA HEALTHCARE	2,297,368