

Form PTO-1594 (Rev. 01-09)
OMB Collection 0651-0027 (e)

01-20-2010

U.S. DEPARTMENT OF COMMERCE
United States Patent and Trademark Office

1-19-10



SHEET
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To the Director of the U. S.

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attached documents or the new address(es) below

1. Name of conveying party(ies):
 U.S. Nurses With Purpose, Inc.
 310 Piedmont Road
 Glenwood Springs, CO 81601

Individual(s) Association
 General Partnership Limited Partnership
 Corporation- State: U.S. Nurses With Purpose, Inc.
 Other _____

Citizenship (see guidelines) _____
 Additional names of conveying parties attached? Yes No

2. Name and address of receiving party(ies) Yes
 Additional names, addresses, or citizenship attached? No

Name: Professional Placement Resources, LLC
 Internal Address: _____
 Street Address: 333 First Street North #200
 City: Jacksonville Beach
 State: Florida
 Country: U.S.A. Zip: 32250

Association Citizenship _____
 General Partnership Citizenship _____
 Limited Partnership Citizenship _____
 Corporation Citizenship _____
 Other LLC Citizenship Florida

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
 (Designations must be a separate document from assignment)

3. Nature of conveyance / Execution Date(s) :

Execution Date(s) January 6, 2010

Assignment Merger
 Security Agreement Change of Name
 Other _____

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)
 Serial Number: 77647692

B. Trademark Registration No.(s)

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):
 See Attached Exhibit "A"

5. Name & address of party to whom correspondence concerning document should be mailed:

Name: Harold Tool, CEO
 Internal Address: _____
 Street Address: 333 First Street North #200
 City: Jacksonville Beach
 State: Florida Zip: 32250
 Phone Number: (904) 241-9231
 Fax Number: (866) 670-6039
 Email Address: harold.tool@pwrhealthcare.com

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 40.00

Authorized to be charged to deposit account
 Enclosed

8. Payment Information:

Deposit Account Number 01/20/2010 J MUELLER 00000003 77547692
 Authorized User Name 01 EC:4521 40.00 (P)

9. Signature: *Harold Tool* 1/6/10
 Signature Date
 Harold Tool
 Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 5

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

TRADEMARK ASSIGNMENT

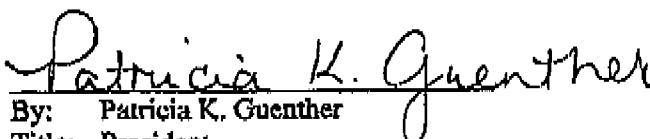
WHEREAS, U.S. NURSES WITH PURPOSE, INC., a Colorado corporation, having its principal offices at 310 Piedmont Road, Glenwood Springs, Colorado 81601, has acquired and used the mark(s) and/or design logo(s) indicated on the attached Exhibit "A" (collectively, the "Trademarks") in connection with providing healthcare employers and facilities with clinical staffing and recruitment solutions and resources;

WHEREAS, PROFESSIONAL PLACEMENT RESOURCES, LLC, a Florida limited liability company, located at 333 First Street North, Suite 200, Jacksonville Beach, Florida 32250 wishes to acquire the Trademarks and associated goodwill;

WHEREAS, applications for registration of the Trademarks with the U.S. Patent and Trademark Office have been filed and registrations have been received as indicated on the attached Exhibit "A".

NOW THEREFORE, for good and valuable consideration, the sufficiency of which is hereby acknowledged, U.S. NURSES WITH PURPOSE, INC., a Colorado corporation, does hereby assign to PROFESSIONAL PLACEMENT RESOURCES, LLC, a Florida limited liability company, all right, title and interest in and to the Trademarks and the applications and registrations, together with the goodwill of the business symbolized thereby and the right to sue for past acts of infringement.

U.S. NURSES WITH PURPOSE, INC.,
a Colorado corporation


By: Patricia K. Guenther
Title: President

Dated: 1-6-10

Exhibit "A"
Trademarks

See attached.

Exhibit "A"**Identification or Description of Trademarks**

The color(s) blue, green, and white is/are claimed as a feature of the mark. The mark consists of the colors blue, green, and white, the with color blue appearing in the Earth and the words "NURSE LINK," the color green appearing in the Earth, the caduceus, and the horizontal line, and the color white appearing in the caduceus.