

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT																																	
NATURE OF CONVEYANCE:	SECURITY INTEREST																																	
CONVEYING PARTY DATA																																		
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ATTORNEY DOCKET NUMBER:	35608/9
NAME OF SUBMITTER:	TIMOTHY FRANKLIN
Signature:	/TIMOTHY FRANKLIN/
Date:	06/07/2010

Total Attachments: 4
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GRANT OF A SECURITY INTEREST -- TRADEMARKS

THIS GRANT OF A SECURITY INTEREST (this "Grant"), effective as of May 26, 2010 (the "Effective Date"), is made by Aurora Diagnostics, LLC and Cunningham Pathology L.L.C. (each individually a "Grantor" and collectively the "Grantors"), in favor of Barclays Bank PLC, as the Collateral Agent for itself and certain lenders (in such capacity, together with its permitted successors and assigns, if any, the "Grantee"). Terms used herein but not defined herein shall have the meaning ascribed to them in the Security Agreement, as defined below.

WHEREAS, the Grantors hold all right, title and interest in and to the trademarks and service marks listed on the attached Schedule A, which trademarks and service marks are registered or applied for in the United States Patent and Trademark Office (the "Trademarks");

WHEREAS, the Grantors have entered into a Pledge and Security Agreement, dated as of May 26, 2010 (as amended, restated, supplemented, modified or otherwise changed from time to time, the "Security Agreement"), in favor of the Grantee; and

WHEREAS, pursuant to the Security Agreement, the Grantors have granted to the Grantee for the benefit of the Secured Parties a continuing security interest in all right, title and interest of the Grantors in, to and under the Trademarks, together with, among other things, the goodwill of the business symbolized by the Trademarks and the applications and registrations thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof and any and all damages arising from past, present and future violations thereof (the "Collateral"), to secure the payment, performance and observance of the Secured Obligations (as defined in the Security Agreement); provided, that in no event shall the term "Collateral" include any Excluded Property.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties agree as follows:

1. The Grantors do hereby grant to the Grantee and grant to the Grantee for the benefit of the Secured Parties, a continuing security interest in the Collateral to secure the prompt payment, performance and observance of the Secured Obligations.

2. The Grantors authorize and request that the United States Commissioner for Trademarks and any other applicable government officer record this Grant.

3. The Grantors do hereby further acknowledge and affirm that the rights and remedies of the Grantee with respect to the Collateral are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

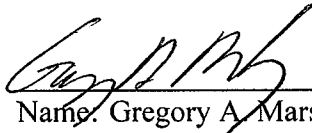
4. Upon the payment in full in cash (except for contingent obligations for which no claim has been made) of all Secured Obligations, and the cancellation or termination of the Commitments, the security interest granted hereby shall automatically terminate hereunder and of record and all rights to the Collateral shall revert to Grantors.

5. This Grant shall be governed by, and construed in accordance with, the laws of the State of New York.


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IN WITNESS WHEREOF, the Grantors have caused this Grant of a Security Interest to be duly executed by its officer thereunto duly authorized as of the Effective Date.




AURORA DIAGNOSTICS, LLC

By: 
Name: Gregory A. Marsh
Title: Vice President, Chief Financial Officer & Treasurer

CUNNINGHAM PATHOLOGY, L.L.C.

By: 
Name: Gregory A. Marsh
Title: Vice President, Chief Financial Officer & Treasurer

SCHEDULE A TO GRANT OF A SECURITY INTEREST

Mark	Country	Status	App. Date/ Reg. Date	App. No./ Reg. No.	Owner
AURORA DIAGNOSTICS AURORA DIAGNOSTICS	US	Registered	6/10/2008	3446899	Aurora Diagnostics, LLC
CAREDX	US	Pending	3/14/2010	77/958,561	Aurora Diagnostics, LLC
CONNECTDX THE INFORMATION GATEWAY 	US	Registered	4/7/2009	3,601,123	Aurora Diagnostics, LLC
DERMDX	US	Registered	5/11/2010	3,787,236	Aurora Diagnostics, LLC
GASTRODX	US	Pending	2/16/2010	77/936,186	Aurora Diagnostics, LLC
ORALDX	US	Pending	3/14/2010	77/958,560	Aurora Diagnostics, LLC
TREATMENTDX	US	Pending	11/6/2009	77/866,993	Aurora Diagnostics, LLC
URODX	US	Registered	5/11/2010	3,787,237	Aurora Diagnostics, LLC
WOMEN'SDX	US	Registered	5/11/2010	3,787,239	Aurora Diagnostics, LLC
CUNNINGHAM PATHOLOGY ASSOCIATES P.A. 	US	Registered	9/29/1981	1171727	Cunningham Pathology, L.L.C.
Design Only 	US State Alabama	Registered	7/8/2003	105-093	Cunningham Pathology, L.L.C.