

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest in Trademarks

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
PHNS Inc.		10/29/2010	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Bank of America, N.A., as Administrative Agent
Street Address:	901 Main Street
Internal Address:	TX1-492-14-06
City:	Dallas
State/Country:	TEXAS
Postal Code:	75202
Entity Type:	national banking association: UNITED STATES

PROPERTY NUMBERS Total: 30

Property Type	Number	Word Mark
Registration Number:	3253304	PHNS PATIENT CARE SOLUTIONS
Registration Number:	3343955	PHNS PATIENT CARE SOLUTIONS
Registration Number:	3253303	PHNS PATIENT CARE SOLUTIONS
Registration Number:	3253302	PHNS PATIENT INFORMATION EXCHANGE
Registration Number:	3343954	PHNS PATIENT INFORMATION EXCHANGE
Registration Number:	3253301	PHNS PATIENT INFORMATION EXCHANGE
Registration Number:	3343910	PHNS THE HEALTHCARING SOLUTION
Registration Number:	3348259	PHNS THE HEALTHCARING SOLUTION
Registration Number:	3348258	PHNS THE HEALTHCARING SOLUTION
Registration Number:	3199455	PHNS CONTRACT MANAGEMENT SYSTEM
Registration Number:	3184517	PHNS CONTRACT MANAGEMENT SYSTEM
Registration Number:	3276314	PHNS CONTRACT MANAGEMENT SYSTEM
Registration Number:	3272796	PHNS CONTRACT MANAGEMENT SYSTEM

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Registration Number:	3189920	PHNS PATIENT CARE SOLUTIONS
Registration Number:	3189919	PHNS PATIENT CARE SOLUTIONS
Registration Number:	3184515	PHNS PATIENT CARE SOLUTIONS
Registration Number:	3166162	PHNS PATIENT INFORMATION EXCHANGE
Registration Number:	3166160	PHNS PATIENT INFORMATION EXCHANGE
Registration Number:	3166159	PHNS PATIENT INFORMATION EXCHANGE
Registration Number:	3177959	PHNS FINANCIAL INFORMATION EXCHANGE
Registration Number:	3177958	PHNS FINANCIAL INFORMATION EXCHANGE
Registration Number:	3177957	PHNS FINANCIAL INFORMATION EXCHANGE
Registration Number:	3463957	PHNS FINANCIAL INFORMATION EXCHANGE
Registration Number:	3262041	PHNS FINANCIAL INFORMATION EXCHANGE
Registration Number:	3177955	PHNS FINANCIAL INFORMATION EXCHANGE & DESIGN
Registration Number:	3728056	PHNS INNOVATIVE SOLUTIONS TO COMPLEX PROBLEMS
Registration Number:	3625702	PHNS CONTRACT MANAGEMENT SYSTEM
Registration Number:	3501199	PHNS CONTRACT MANAGEMENT SYSTEM
Registration Number:	2703884	PHNS
Registration Number:	3350616	PROVIDER CARENET

CORRESPONDENCE DATA

Fax Number: (919)416-8328
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 9192868041
Email: pto_tmconfirmation@mvalaw.com
Correspondent Name: Moore & Van Allen PLLC
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Address Line 2: Suite 500
Address Line 4: Morrisville, NORTH CAROLINA 27560

ATTORNEY DOCKET NUMBER:	017625-004607 EAR
NAME OF SUBMITTER:	Ellen A. Rubel
Signature:	/Ellen A. Rubel/
Date:	11/04/2010

Total Attachments: 4
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NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Pledge, Security and Assignment Agreement dated as of October 29, 2010 (as the same may be amended, modified, restated or supplemented from time to time, the "Security Agreement") by and among the Obligated Party party thereto (the "Obligated Party") and Bank of America, N.A., as Administrative Agent (the "Administrative Agent") for the Secured Parties referenced therein, the Obligated Party has granted a continuing security interest in and continuing lien upon, the trademarks, trademark licenses and trademark applications set forth on Schedule 1 attached hereto to the Administrative Agent for the ratable benefit of the Secured Parties.

The Obligated Party and the Administrative Agent, on behalf of the Secured Parties, hereby acknowledge and agree that the security interest in the trademarks, trademark licenses and trademark applications set forth on Schedule 1 attached hereto (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark, trademark license or trademark application.


Very truly yours,

PHNS INC.

By:

Name:

Title:


RICHARD K. LANGSTON
CEO

Acknowledged and Accepted:

BANK OF AMERICA, N.A.,
as Administrative Agent

By:

Name:

Title:


Very truly yours,

PHNS INC.

By: _____
Name: _____
Title: _____

Acknowledged and Accepted:

BANK OF AMERICA, N.A.,
as Administrative Agent

By: 
Name: Alan Tapley
Title: Assistant Vice President

Schedule 1

U.S. Trademarks

Registered Marks

Mark	Registration No.	Registration Date
PHNS PATIENT CARE SOLUTIONS and Design	3253304	6/19/07
PHNS PATIENT CARE SOLUTIONS and Design	3343955	11/27/07
PHNS PATIENT CARE SOLUTIONS and Design	3253303	6/19/07
PHNS PATIENT INFORMATION EXCHANGE and Design	3253302	6/19/07
PHNS PATIENT INFORMATION EXCHANGE and Design	3343954	11/27/07
PHNS PATIENT INFORMATION EXCHANGE and Design	3253301	6/19/07
PHNS THE HEALTHCARING SOLUTION and Design	3343910	11/27/07
PHNS THE HEALTHCARING SOLUTION and Design	3348259	12/4/07
PHNS THE HEALTHCARING SOLUTION and Design	3348258	12/4/07
PHNS CONTRACT MANAGEMENT SYSTEM	3199455	1/16/07
PHNS CONTRACT MANAGEMENT SYSTEM	3184517	12/12/06
PHNS CONTRACT MANAGEMENT SYSTEM and Design	3276314	8/7/07
PHNS CONTRACT MANAGEMENT SYSTEM and Design	3272796	7/31/07
PHNS PATIENT CARE SOLUTIONS	3189920	12/26/06
PHNS PATIENT CARE SOLUTIONS	3189919	12/26/06
PHNS PATIENT CARE SOLUTIONS	3184515	12/12/06
PHNS PATIENT INFORMATION EXCHANGE	3166162	10/31/06
PHNS PATIENT INFORMATION NETWORK	3166160	10/31/06
PHNS PATIENT INFORMATIN EXCHANGE	3166159	10/31/06
PHNS FINANCIAL INFORMATION EXCHANGE	3177959	11/28/06
PHNS FINANCIAL INFORMATION EXCHANGE	3177958	11/28/06
PHNS FINANCIAL INFORMATION EXCHANGE	3177957	11/28/06
PHNS FINANCIAL INFORMATION EXCHANGE and Design	3463957	7/8/08
PHNS FINANCIAL INFORMATION EXCHANGE and Design	3262041	7/10/07
PHNS FINANCIAL INFORMATION EXCHANGE and Design	3177955	11/28/06
PHNS INNOVATIVE SOLUTIONS TO COMPLEX PROBLEMS and Design	3728056	12/22/09
PHNS CONTRACT MANAGEMENT SYSTEM and Design	3625702	5/26/09
PHNS CONTRACT MANAGEMENT SYSTEM	3501199	9/16/08
PHNS and Design	2703884	4/8/03
PROVIDER CARENET	3350616	12/11/07