

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Emerus Hospital Partners, LLC		01/14/2011	LIMITED LIABILITY COMPANY: TEXAS
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Emerus Holdings, Inc.		
<b>Street Address:</b>	10077 Grogan's Mill Rd., Suite 100		
<b>City:</b>	The Woodlands		
<b>State/Country:</b>	TEXAS		
<b>Postal Code:</b>	77380		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 5</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	77949947	15 MINUTES OR IT'S FREE	
<b>Serial Number:</b>	77949914	EMERUS	
<b>Serial Number:</b>	85014022	EMERUS ADVANCED EMERGENCY CARE	
<b>Serial Number:</b>	85014020	EMERUS THE EMERGENCY SPECIALISTS	
<b>Serial Number:</b>	85014018	EMERUS YOUR EMERGENCY IS OUR SPECIALTY	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(713)552-1758		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	8326154234		
<b>Email:</b>	bmanning@boyarmiller.com		
<b>Correspondent Name:</b>	Bill L. Manning		
<b>Address Line 1:</b>	4265 San Felipe, Suite 1200		
<b>Address Line 4:</b>	Houston, TEXAS 77027		
<b>ATTORNEY DOCKET NUMBER:</b>	4315-05		

OP \$140.00 77949947

**900182799**


**TRADEMARK**  
**REEL: 004464 FRAME: 0876**

NAME OF SUBMITTER:	Toby Hamilton
Signature:	/Toby Hamilton/
Date:	02/01/2011
Total Attachments: 3 source=Trademark Assn - 2#page1.tif source=Trademark Assn - 2#page2.tif source=Trademark Assn - 2#page3.tif	

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## TRADEMARK ASSIGNMENT

WHEREAS, EMERUS HOSPITAL PARTNERS, LLC, a Texas limited liability company, (hereinafter "Assignor"), is the owner of the trademark applications for registration in the United States Patent and Trademark Office (USPTO) set forth below, (hereinafter, the "Marks");

Mark	USPTO Application Number
	77/949,947
EMERUS	77/949,914
EMERUS ADVANCED EMERGENCY CARE	85/014,022
EMERUS THE EMERGENCY SPECIALISTS	85/014,020
EMERUS YOUR EMERGENCY IS OUR SPECIALTY	85/014,018

WHEREAS, EMERUS HOLDINGS, INC., a Delaware corporation, having an address of 10077 Grogan's Mill, Suite 100, The Woodlands, Texas 77380 (hereinafter "Assignee"), is desirous of acquiring said applications for registration, as well as the entire right, title, and interest of Assignor in and to the Marks, all other registrations and applications for registration (if any) of the Marks, all goodwill evidenced by the Marks, and all renewals and extensions that may be granted in respect of any of said registrations or applications for registration; and

WHEREAS, Assignor desires to make such assignment to Assignee.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor has assigned and by these presents does hereby assign unto Assignee, its successors and assigns, the applications for the Marks as set forth above, together with the entire right, title, and interest of Assignor in and to the Marks and the goodwill evidenced thereby, and all other applications for registration and registrations of the Marks (if any), and all renewals and extensions that may be granted with respect to any of the registrations and applications to register the Marks, and the right to recover for past infringement thereof or injury thereto.

EXECUTED effective as of January 14, 2011.

ASSIGNOR:

EMERUS HOSPITAL PARTNERS, LLC

By: Toby Hamilton  
Name: TOBY HAMILTON  
Title: PROLOGENT

ASSIGNEE:

EMERUS HOLDINGS, INC.

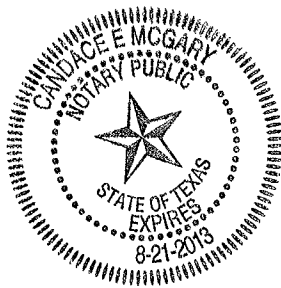
By: Toby Hamilton  
Name: TOBY HAMILTON  
Title: CHIEF EXECUTIVE OFFICER

STATE OF TEXAS

§  
§  
§

COUNTY OF HARRIS

This instrument was acknowledged before me on 14  
JANUARY, 2011, by TOBY HAMILTON, as  
PRESIDENT of EMERUS HOSPITAL  
PARTNERS, LLC



Candace E McGary  
Notary Public in and for the same  
County and State

STATE OF TEXAS

§  
§  
§

COUNTY OF HARRIS

This instrument was acknowledged before me on January 14, 2011, by  
TOBY HAMILTON, as CHIEF EXECUTIVE OFFICER of EMERUS HOLDINGS, INC.



Candace E McGary  
Notary Public in and for the same  
County and State