

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:		NEW ASSIGNMENT	
NATURE OF CONVEYANCE:		Release - 11/23/2004, 2979/0416	
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
JPMorgan Chase Bank, N.A., as Administrative Agent		02/09/2011	National Association: NEW YORK
RECEIVING PARTY DATA			
Name:	National Mentor Holdings, Inc. fka National Mentor, Inc.		
Street Address:	313 Congress Street, 5th Floor		
City:	Boston		
State/Country:	MASSACHUSETTS		
Postal Code:	02210		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	2446728	THE MENTOR NETWORK	
Registration Number:	1376444	MENTOR	
Registration Number:	2331885		
CORRESPONDENCE DATA			
Fax Number:	(800)516-6304		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	614-280-3566		
Email:	james.murray@wolterskluwer.com		
Correspondent Name:	James Murray		
Address Line 1:	4400 Easton Commons Way, Suite 125		
Address Line 2:	CT Lien Solutions		
Address Line 4:	Columbus, OHIO 43219		
NAME OF SUBMITTER:	Sakina Karkat		
Signature:	/Sakina Karkat/		

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TRADEMARK
 REEL: 004475 FRAME: 0338

Date:

02/11/2011

Total Attachments: 4

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RELEASE OF SECURITY INTERESTS IN TRADEMARK RIGHTS

RELEASE OF SECURITY INTERESTS IN TRADEMARK RIGHTS (this "Release") dated as of February 9, 2011, from JPMORGAN CHASE BANK, N.A., ("JPMorgan") to National Mentor Holdings, Inc. (the "Borrower"), a Delaware company, National Mentor, Inc. and certain of the Borrower's subsidiaries.

WITNESSETH:

WHEREAS, reference is made to that certain First Amendment to Service Mark Security Agreement (Trademarks) and Appointment of Successor Administrative Agent dated as of November 4, 2004 (the "Trademark Agreement"), pursuant to which the signatories thereof, including the Borrower and National Mentor, Inc., (collectively, the "Grantors") granted to JPMorgan Chase Bank, N.A. a security interest in certain Intellectual Property, including but not limited to certain Trademark Collateral (as hereinafter defined) of the Grantors, which security interest was recorded in the Trademark Division of the United States Patent and Trademark Office on November 23, 2004 at Reel/Frame 2979/0416; and

WHEREAS, pursuant to the Payoff Letter dated as of February 9, 2011, among the Borrower, Holdings and JPMorgan, as administrative agent, JPMorgan has agreed to have released and discharged all security interests and other liens it may have under the Trademark Agreement.

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which is hereby acknowledged, and upon the terms set forth in this Release, JPMorgan hereby states as follows:

1. Definitions. The term "Trademark Collateral," as used herein, shall mean all of the Grantors' rights, titles and interests of every kind and nature as of the date hereof in the Trademarks (including, without limitation, those items listed on Schedule 1 hereto). The term "Trademarks" shall have the meaning provided by reference in the Trademark Agreement.
2. Release of Security Interest. JPMorgan hereby releases, relinquishes and discharges any and all security interests it has against the Trademark Collateral and any right, title or interest of the JPMorgan in such Trademark Collateral shall hereby cease and become void.
3. Further Assurances. JPMorgan hereby agrees to execute and deliver to the Grantors, at such Grantors' expense, all documents that such Grantor shall reasonably request to evidence such release of JPMorgan's security interest in the Trademark Collateral. The foregoing shall be without recourse to or warranty by JPMorgan.

IN WITNESS WHEREOF, the parties hereto have caused this Release to be executed by their duly authorized representatives as of the date first above written.

JPMORGAN CHASE BANK, N.A.,

by



Name:

Title:

Dawn Lee Lum
Executive Director

NATIONAL MENTOR, INC.,

by

Name:

Title:

[SIGNATURE PAGE TO ASSIGNMENT TRADEMARK RELEASE]

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IN WITNESS WHEREOF, the parties hereto have caused this Release to be executed by their duly authorized representatives as of the date first above written.

JPMORGAN CHASE BANK, N.A.,

by


Name:

Title:

NATIONAL MENTOR HOLDINGS, LLC,

f/k/a National Mentor, Inc.

by



Name: Denis M. Holler

Title: Executive Vice President and
Treasurer

[SIGNATURE PAGE TO ASSIGNMENT TRADEMARK RELEASE]

TRADEMARK
REEL: 004475 FRAME: 0342

Schedule 1

<u>Trademark</u>	<u>Registration or Serial Number</u>
DESIGN	2,446,728
MENTOR & DESIGN	1,376,444
LOGO	2,331,885