

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:		NEW ASSIGNMENT	
NATURE OF CONVEYANCE:		Termination of Security Interest in Trademarks	
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Bank of America, N.A., as Collateral Agent and as Administrative Agent		06/01/2011	national banking association: UNITED STATES
RECEIVING PARTY DATA			
Name:	RehabCare Group Management Services, Inc.		
Street Address:	7733 Forsyth Boulevard		
City:	St. Louis		
State/Country:	MISSOURI		
Postal Code:	63105		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	1350149	REHABCARE	
CORRESPONDENCE DATA			
Fax Number:	(919)416-8328		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	9192868041		
Email:	pto_tmconfirmation@mvalaw.com		
Correspondent Name:	Moore & Van Allen PLLC		
Address Line 1:	430 Davis Drive		
Address Line 2:	Suite 500		
Address Line 4:	Morrisville, NORTH CAROLINA 27560		
ATTORNEY DOCKET NUMBER:	017625-4542		
NAME OF SUBMITTER:	John E. Slaughter		
Signature:	/John E. Slaughter/		

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TRADEMARK
REEL: 004552 FRAME: 0409

Date:

06/01/2011

Total Attachments: 3

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TERMINATION OF SECURITY INTEREST IN TRADEMARKS

This **TERMINATION OF SECURITY INTEREST IN TRADEMARKS**, dated as of June 1, 2011, is made by Bank of America, N.A., as Collateral Agent and as Administrative Agent (the "Secured Party").

WHEREAS, RehabCare Group Management Services, Inc. (the "Grantor") has granted a security interest in certain personal property to the Secured Party, including without limitation a security interest in trademarks, trademark applications, and/or trademark licenses ("Trademarks");

WHEREAS, the security interests granted to the Secured Party were recorded at the United States Patent and Trademark Office on July 17, 2006 at Reel 3349 and Frame 0756 and on December 2, 2004 at Reel 2983 and Frame 0908; and

WHEREAS, the Secured Party has agreed to terminate and release its security interests in all of such Trademarks, including, without limitation, the Trademarks identified on Schedule A attached hereto.

NOW, THEREFORE, for valuable consideration, the Secured Party hereby absolutely, unconditionally and irrevocably terminates, cancels, re-pledges, reassigns and releases, **WITHOUT REPRESENTATION, WARRANTY, OR RECOURSE**, all mortgages, liens, and security interests granted to the Secured Party in the following Trademarks:

1. all of the Grantor's Trademarks including, without limitation, those referred to on Schedule A attached hereto;
2. all goodwill of the business connected with the use of, and symbolized by, each Trademark; and
3. all products and proceeds of the foregoing, including, without limitation, any claim by the Grantor against third parties for past, present or future (i) infringement or dilution of any Trademark or (ii) injury to the goodwill associated with any Trademark.

The Secured Party hereby represents and warrants that it has full authority to execute and deliver this release. This release shall be binding upon the Secured Party's representatives, successors, assigns and transferees. At Grantor's expense, the Secured Party hereby agrees to duly execute, acknowledge, procure and deliver any further documents and to do such other acts as may be reasonably necessary to effect the termination and release of the security interests contemplated hereby. To the extent that any other filings with any other governmental authority have been made with respect to any of the Trademarks, the Secured Party will execute and deliver a reasonable release or other instrument that will terminate any such filing and/or release any interests conveyed therein. This release shall be construed in accordance with and governed by the law of the State of New York.

[signature page follows]

Schedule A

**RehabCare Group Management Services, Inc.
(Delaware Corporation)**

U.S. Trademark

Registered Mark

Mark	Registration No.	Registration Date
REHABCARE	1350149	07/16/85

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