

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, Inc.
Street Address:	7733 Forsyth Boulevard
City:	St. Louis
State/Country:	MISSOURI
Postal Code:	63105
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 11

Property Type	Number	Word Mark
Registration Number:	3227874	
Registration Number:	3304654	HELPING PEOPLE REGAIN THEIR LIVES
Registration Number:	3424630	REHAB CARE
Registration Number:	3186702	DELIVERING THE POST-ACUTE CONTINUUM
Registration Number:	3228472	REHAB CARE DELIVERING THE POST-ACUTE CONTINUUM
Registration Number:	3112795	
Registration Number:	3630473	
Registration Number:	3630472	HELPING PEOPLE REGAIN THEIR LIVES
Registration Number:	3678841	DELIVERING THE POST-ACUTE CONTINUUM
Serial Number:	77587574	REHAB CARE
Serial Number:	77587533	REHABCARE

CORRESPONDENCE DATA

Fax Number: (919)416-8328

900193324

**TRADEMARK
 REEL: 004552 FRAME: 0432**

OP \$290.00 3227874

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
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/
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, 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 December 11, 2009 at Reel 4113 and Frame 0107, on July 17, 2006 at Reel 3349 and Frame 0608; and on December 2, 2004 at Reel 2983 and Frame 0776; 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.

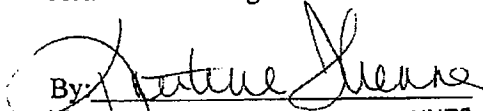
The Secured Party hereby represents and warrants that it has full authority to execute and deliver this release. This release shall be binding upon the Secured Party's representatives, successors, assigns and transferees. At Grantor's expense, the Secured Party hereby agrees to duly execute, acknowledge, 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]

IN WITNESS WHEREOF, the Secured Party has caused this Termination of Security Interest in Trademarks to be duly executed as of the date first set forth above.

Secured Party:

Bank of America, N.A., as Collateral Agent and as Administrative Agent

By: 
Name: KRISTINE THENNES
Title: Vice President

TERMINATION OF SECURITY INTEREST IN TRADEMARKS
REHABCARE GROUP, INC.

TRADEMARK
REEL: 004552 FRAME: 0435

Schedule A

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

U.S. Trademarks

Registered Marks

Mark	Registration No.	Registration Date
Design only	3227874	04/10/07
HELPING PEOPLE REGAIN THEIR LIVES	3304654	10/02/07
REHAB CARE and Design	3424630	05/06/08
DELIVERING THE POST-ACUTE CONTINUUM	3186702	12/19/06
REHAB CARE DELIVERING THE POST-ACUTE CONTINUUM and Design	3228472	04/10/07
Design only	3112795	07/04/06
Design only	3630473	06/02/09
HELPING PEOPLE REGAIN THEIR LIVES	3630472	06/02/09
DELIVERING THE POST-ACUTE CONTINUUM	3678841	09/08/09

Pending Applications

Mark	Application No.	Filing Date
REHAB CARE and Design	77587574	10/07/08
REHABCARE	77587533	10/07/08