

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		06/01/2011	national banking association: UNITED STATES

RECEIVING PARTY DATA

Name:	RehabCare Group East, Inc., f/k/a RehabWorks, LLC
Street Address:	7733 Forsyth Boulevard
City:	St. Louis
State/Country:	MISSOURI
Postal Code:	63105
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 8

Property Type	Number	Word Mark
Registration Number:	3041345	REHABPLUS
Registration Number:	3035587	THE RIGHT COMPANY THE RIGHT PEOPLE THE RIGHT BENEFITS + THE RIGHT TRAINING = THE RIGHT CHOICE
Registration Number:	3028649	REHABWORKINGS
Registration Number:	3035456	THE RIGHT PEOPLE THE RIGHT TRAINING THE RIGHT DIRECTION + THE RIGHT RESOURCES THE RIGHT RESULTS
Registration Number:	3040955	PASSIONATE PEOPLE PROVIDING POWERFUL PROGRAMS
Registration Number:	3045559	THE RIGHT DIRECTION
Registration Number:	3045558	RECAPTURE THE STRENGTH: A SENIOR WELLNESS PROGRAM
Registration Number:	3040911	REHAB WITH RESULTS!

CORRESPONDENCE DATA

Fax Number: (919)416-8328

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

900193319

**TRADEMARK
 REEL: 004552 FRAME: 0437**

OP \$215.00 3041345

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:	06/02/2011

Total Attachments: 3
source=Term to RehabCare Group East#page1.tif
source=Term to RehabCare Group East#page2.tif
source=Term to RehabCare Group East#page3.tif

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 (the "Secured Party").

WHEREAS, RehabCare Group East, Inc., f/k/a RehabWorks, LLC (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 May 21, 2007 at Reel 3545 and Frame 0773; 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

By: 
Name: KRISTINE THENNES
Title: Vice President

TERMINATION OF SECURITY INTEREST IN TRADEMARKS
REHABCARE GROUP EAST, INC.

TRADEMARK
REEL: 004552 FRAME: 0440

Schedule A

RehabCare Group East, Inc.
(Delaware Corporation)

U.S. Trademarks

Registered Marks

Mark	Registration No.	Registration Date
REHABPLUS	3041345	01/10/06
THE RIGHT COMPANY THE RIGHT PEOPLE THE RIGHT BENEFITS + THE RIGHT TRAINING = THE RIGHT CHOICE and Design	3035587	12/27/05
REHABWORKINGS	3028649	12/13/05
THE RIGHT PEOPLE THE RIGHT TRAINING THE RIGHT DIRECTION + THE RIGHT RESOURCES THE RIGHT RESULTS and Design	3035456	12/27/05
PASSIONATE PEOPLE PROVIDING POWERFUL PROGRAMS	3040955	01/10/06
THE RIGHT DIRECTION	3045559	01/17/06
RECAPTURE THE STRENGTH: A SENIOR WELLNESS PROGRAM	3045558	01/17/06
REHAB WITH RESULTS!	3040911	01/10/06

TR11\766461v2