

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

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Mariner Health Care Management Company		01/01/2013	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

<b>Name:</b>	Mariner Health Central, Inc.
<b>Street Address:</b>	One Ravinia Drive
<b>Internal Address:</b>	Suite 1200
<b>City:</b>	Atlanta
<b>State/Country:</b>	GEORGIA
<b>Postal Code:</b>	30346
<b>Entity Type:</b>	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 69**

Property Type	Number	Word Mark
Serial Number:	73261216	AID AND ASSISTANCE INC
Serial Number:	75259230	REHABILITY HOSPITAL SERVICES
Serial Number:	75267133	IMPROVE!
Serial Number:	75259231	IMPROVE!
Serial Number:	75259229	CONTINUUMS
Serial Number:	75342428	ATS
Serial Number:	75381723	WORKHEALTH
Serial Number:	74297416	THE ALZHEIMER'S CAREGIVER
Serial Number:	73729906	THE ALZHEIMER'S CAREGIVER
Serial Number:	73730310	THE ALZHEIMER'S CAREGIVER
Serial Number:	75420625	
Serial Number:	75407365	
Serial Number:	75252758	

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Serial Number:	75235120	ACTIVE CARE BALANCE CENTER
Serial Number:	75186715	LIFE SKILLS VILLAGE
Serial Number:	75059732	LIVING CENTERS OF AMERICA
Serial Number:	75059731	LIVING CENTERS OF AMERICA
Serial Number:	78104009	MARINER HEALTH CARE
Serial Number:	74520414	WORKHEALTH
Serial Number:	74520413	WORKHEALTH
Serial Number:	74383045	REHABILITY CENTER
Serial Number:	74383044	REHABILITY CORPORATION
Serial Number:	74174673	THERACARE
Serial Number:	74383043	REHABILITY CENTER
Serial Number:	74383042	REHABILITY CORPORATION
Serial Number:	74383041	REHABILITY CENTER
Serial Number:	74383040	REHABILITY CORPORATION
Serial Number:	74032065	EARLY RETURN TO WORK
Serial Number:	74021920	REHABILITY
Serial Number:	76302451	ANTILIA
Serial Number:	75422894	AMERRA
Serial Number:	75407366	AMERRA
Serial Number:	75106390	PROGRESSIVE CARE CENTERS OF AMERICA
Serial Number:	74233897	NATIONAL REHABILITATION CENTERS, INC.
Serial Number:	74430093	PROGRESSIVE CARE CENTERS OF AMERICA
Serial Number:	74609608	GARDEN SQUARE
Serial Number:	74607088	GARDEN SQUARE
Serial Number:	75357653	PARAGON HEALTH NETWORK
Serial Number:	75357652	PARAGON
Serial Number:	74229975	MARINER MANAGED CARE
Serial Number:	75505362	MARINER POST-ACUTE NETWORK
Serial Number:	75480472	MARINER POST-ACUTE NETWORK
Serial Number:	75292692	THE RIGHT LEVEL OF CARE...AT THE RIGHT TIME...IN THE MOST APPROPRIATE SETTING
Serial Number:	75290929	
Serial Number:	75154878	MARINERCARE PROGRAMS
Serial Number:	75152757	MARINER UNIVERSITY
Serial Number:	75152753	MARINER HEALTH

Serial Number:	75152489	MARINERCARE MAPS
Serial Number:	75152488	ONE CALL. ONE NETWORK OF CARE.
Serial Number:	75151904	MARINER HEALTH CARE
Serial Number:	74382014	MARINERCARE
Serial Number:	73829877	PINNACLE REHABILITATION
Serial Number:	73614536	PINNACLE CARE CORPORATION
Serial Number:	75176862	PRISM HEALTH GROUP
Serial Number:	74670491	MEDREHAB INCORPORATED A NEW WAY OF LIFE
Serial Number:	73549874	MED-SYSTEMS ASSOCIATES
Serial Number:	74032066	EARLY-RETURN-TO-WORK
Serial Number:	74237973	THE REHABILITY PLACE
Serial Number:	74119735	
Serial Number:	74589345	ABILITY TRACK
Serial Number:	74589346	ABILITY PATHS
Serial Number:	74598385	SUBACUTE VALUE ENHANCED SYSTEMS SAVES
Serial Number:	74699112	REHABILITY FORCE
Serial Number:	73644367	COMPREHENSIVE MEDICAL REHABILITATION CENTER
Serial Number:	74238001	THE REHABILITY CENTER
Serial Number:	74680487	REHABILITY MANAGEMENT SERVICES
Serial Number:	75257673	AMERICAN REHABILITY SERVICES
Serial Number:	75116417	
Serial Number:	73779635	ACCESS HOME CARE

**CORRESPONDENCE DATA**

Fax Number: 6179464801  
*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*  
Phone: 617-946-4842  
Email: bosippto@seyfarth.com  
Correspondent Name: Ilan N. Barzilay  
Address Line 1: Two Seaport Lane  
Address Line 2: Seyfarth Shaw LLP  
Address Line 4: Boston, MASSACHUSETTS 02210-2028

ATTORNEY DOCKET NUMBER:	79159-3
NAME OF SUBMITTER:	Ilan N. Barzilay
Signature:	/INB/

03/19/2013

**Total Attachments: 7**

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## TRADEMARK ASSIGNMENT AGREEMENT

THIS TRADEMARK ASSIGNMENT AGREEMENT ("Agreement") is made as of Jan 1 2013, between Mariner Health Care Management Company, a Delaware corporation having its principal office at One Ravinia Drive, Suite 1200, Atlanta, Georgia 30345 ("Assignor") and Mariner Health Central, Inc., a Delaware corporation having its principal office at One Ravinia Drive, Suite 1200, Atlanta, Georgia 30346 ("Assignee").

WHEREAS, pursuant to that certain Assignment, Bill of Sale and Assumption Agreement by and between Assignor and Assignee ("Bill of Sale"), the parties have agreed that Assignor shall convey, transfer, and assign the trademarks listed on Schedule A ("the Marks") annexed hereto and made a part hereof;

NOW, THEREFORE, in consideration of the foregoing, the covenants exchanged in the Bill of Sale and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties agree as follows:

1. Assignment. Assignor, for itself and its predecessors in title, if any, hereby conveys, transfers, assigns, delivers, and contributes to Assignee: (a) any and all of Assignor's right, title and interest in and to the Marks set forth on Schedule A attached hereto, together with the business to which the Marks pertain, and all goodwill of the business symbolized by the Marks; (b) any and all income, royalties, damages, and payments hereafter due or payable to Assignor with respect to the Marks, including without limitation, damages and payments for past or future infringements and misappropriations of the Marks; and (c) any and all rights to sue for past, present, and future infringements or misappropriations of the Marks.

2. Miscellaneous.

(a) In furtherance of the Agreement, Assignor acknowledges that, from this date forward, the Assignee has succeeded to any and all of Assignor's right, title, and standing to: (i) receive all rights and benefits pertaining to the Marks; (ii) institute and prosecute all suits and proceedings and take all actions that the Assignee, in its sole discretion, may deem necessary or proper to collect, assert, or enforce any claim, right, or title of any kind in and to the Marks; and (iii) defend and compromise any and all such actions, suits, or proceedings relating to such transferred and assigned rights, title, interest, and benefits, and do all other such acts and things in relation thereto as the Assignee, in its sole discretion, deems advisable.

(b) Assignor hereby covenants and agrees to promptly do, execute, acknowledge, and deliver, or cause to be done, executed, acknowledged, and delivered, all such other and further acts, assignments, transfers, assurances and instruments as Assignee may reasonably request in order to effectuate and perfect the assignment contemplated by this Agreement and to otherwise secure in Assignee's name the Marks.

(c) This Agreement shall inure to the benefit of, and be binding upon, the parties hereto together with their respective successors and assigns. This Agreement may be executed in counterparts. Photocopies or facsimile transmissions of signatures shall be deemed original signatures and shall be fully binding on the parties to the same extent as original signatures.

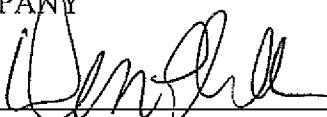
IN WITNESS WHEREOF, the parties hereto have caused this Trademark Assignment Agreement to be duly executed as of the day and year first above set forth.


**ASSIGNOR:**

**ASSIGNEE:**

MARINER HEALTH CARE MANAGEMENT  
COMPANY

MARINER HEALTH CENTRAL, INC.

By:   
Name: DEVIN D ERICKSON  
Title: VP

By:   
Name: DEVIN D ERICKSON  
Title: VP

**SCHEDULE A**

**List of Marks**

	<b>Trademark</b>	<b>Status</b>	<b>Reg. #</b>	<b>Reg. Date</b>	<b>App. #</b>	<b>Class</b>
1	AID AND ASSISTANCE INC	Cancelled	1,230,504	3/8/83	73/261,216	42, 100
2	REHABILITATION HOSPITAL SERVICES	Cancelled	2,223,170	2/9/99	75/259,,230	42, 100, 101
3	IMPROVE!	Cancelled	2,267,579	8/3/99	75/267133	2,5,9,16,21,22,2,3,26,29,36,37,38
4	IMPROVE!	Cancelled	2,246,520	5/18/99	75/259,231	2,5,9,16,21,22,2,3,26,29,36,37,38,50
5	CONTINUUMS	Abandoned			75/259,229	42,100,101
6	ATS	Cancelled	2,291,958	11/16/99	75/342,428	42,100,101
7	WORKHEALTH	Abandoned			75/381,723	42,100,101
8	SUNQUEST VILLAGE OF HURON	Cancelled (?)	South Dakota	5/26/89		36, 42, 100, 102
9	HURON NURSING HOME	Cancelled (?)	South Dakota	5/26/89		42, 100
10	ALZHEIMER'S CAREGIVER, THE	Cancelled	1,756,826	3/9/93	74/297,416	16, 38
11	ALZHEIMER'S CAREGIVER, THE	Cancelled	1,548,756	7/18/89	73-729,906	16, 38
12	ALZHEIMER'S CAREGIVER, THE and Design	Cancelled	1,548,757	7/18/89	73-730,310	16, 38
13	Design Only	Cancelled	2,434,468	3/13/01	75/420,625	42, 100, 101
14	Design Only (Triangle Logo)	Renewed	2,478,299	8/14/01	75/407,365	42, 100, 101
15	Design Only	Cancelled	2,456,568	6/5/01	75/252,758	42, 100, 101
16	ACTIVE CARE BALANCE CENTER and Design	Abandoned			75/235,120	42, 100, 101
17	LIFE SKILLS VILLAGE and Design	Cancelled	2,154,657	5/5/98	75/186,715	42, 100, 101
18	LIVING CENTERS OF AMERICA	Cancelled	2,129,793	1/20/98	75/059,732	42, 100, 101

	Trademark	Status	Reg. #	Reg. Date	App. #	Class
19	LIVING CENTERS OF AMERICA	Cancelled	2,129,792	1/20/98	75/059,731	42, 100, 101
20	MARINER HEALTH CARE	Registered	2,768,205		78/104,009	44, 100, 101
21	WORKHEALTH	Cancelled	1,901,049	6/20/95	74/520,414	42, 100
22	WORKHEALTH	Cancelled	1,887,549	4/4/95	74/520,414	41, 107
23	REHABILITY CENTER	Cancelled	1,869,010	12/20/94	74/383,045	42, 100
24	REHABILITY CORPORATION	Cancelled	1,869,009	12/20/94	74/383,044	42, 100
25	STEPPING STONE REHABILITATION CENTER	Expired	19,971,10 3,537 CO	6/30/97		42, 100
26	THERACARE	Cancelled	1,752,979	2/16/93	74/174,673	42,100,101,107
27	REHABILITY CENTER and Design	Cancelled	1,867,838	12/13/94	74/383,043	42, 100
28	REHABILITY CORPORATION and Design	Cancelled	1,867,837	12/13/94	74/383,042	42, 100
29	REHABILITY CENTER and Design	Cancelled	1,867,816	12/13/94	74/383,041	41, 107
30	REHABILITY CORPORATION and Design	Cancelled	1,867,815	12/13/94	74/383,040	41, 107
31	EARLY RETURN TO WORK	Cancelled	1,670,898	12/31/91	74/032,065	42, 100
32	REHABILITY	Cancelled	1,712,793	9/1/92	74/021,920	42, 100
33	ANTILLA	Abandoned			76/302,451	42, 100, 101
34	AMERRA	Abandoned			75,422,894	42, 100, 101
35	AMERRA and Design	Abandoned			75,407,366	42, 100, 101
36	PROGRESSIVE CARE CENTERS OF AMERICA	Cancelled	2,117,454	12/2/97	75/106,390	42, 100, 101
37	NATIONAL REHABILITATION CENTERS	Cancelled	1,738,809	12/8/92	74/233,897	42,100
38	PROGRESSIVE CARE CENTERS OF AMERICA	Abandoned			74/430,093	42,100,101
39	GARDEN SQUARE and Design	Cancelled	2,014,340	11/5/96	74/609,608	42,100,101
40	GARDEN SQUARE	Cancelled	2,021,289	12/3/96	74/607,088	42,100,101
41	PARAGON	Abandoned			75/357,653	42,100,101



	Trademark	Status	Reg.#	Reg. Date	App.#	Class
	HEALTH NETWORK					1
42	PARAGON	Abandoned			75/357,652	42,100,101
43	MARINER MANAGED CARE	Abandoned			74/229975	16, 38
44	MARINER POST-ACUTE NETWORK	Abandoned			75/505,362	35,100,101,102
45	MARINER POST-ACUTE NETWORK	Cancelled	2,375,838	8/8/00	75/480,472	42,100,101
46	THE RIGHT LEVEL OF CARE ... AT THE RIGHT TIME.IN THE MOST APPROPRIATE SETTING	Cancelled	2,167,486	6/23/98	75/292,692	42,100,101
47	Design Mark	Cancelled	2,160,530	5/26/98	75/290,929	42,100,101
48	MARINERCARE PROGRAMS	Cancelled	2,145,817	3/24/98	75/154,878	42,100,101
49	MARINER UNIVERSITY	Cancelled	2,144,085	3/17/98	75/152,757	41,100,101,107
50	MARINER HEALTH	Cancelled	2,191,767	9/29/98	75/152,753	35,42,100,101,102
51	MARINERCARE MAPS	Cancelled	2,144,084	3/17/98	75/152,489	42,100,101
52	ONE CALL ONE NETWORK OF CARE	Cancelled	2,210,011	12/15/98	75/152,488	42,100,101
53	MARINER HEALTH CARE	Renewed	2,181,759	8/18/98	75/151,904	42,100,101
54	MARINERCARE	Cancelled	1,875,208	1/24/95	74/382,014	16, 35, 42, 38, 100, 101, 105
55	PINNACLE REHABILITATION and Design	Cancelled	1,597,934	5/22/90	73/829,877	42, 100
56	PINNACLE CARE CORPORATION Design	Cancelled	1,445,691	6/30/87	73,614,536	42, 100
57	PRISM HEALTH GROUP	Cancelled	2,275,139	9/7/99	75/176,862	35, 42, 100, 101, 102
58	MEDREHAB INCORPORATED AND NEW WAY OF LIFE	Cancelled	1,960,431	3/5/96	74/670,491	42, 100, 101
59	MED-SYSTEMS ASSOCIATES	Cancelled	1,430,475	2/24/87	73/549874	35,42,100,101
60	EARLY-RETURN-TO-WORK	Abandoned			74/032,066	42, 100

	Trademark	Status	Reg. #	Reg. Date	App. #	Class
61	EARLY-RETURN-TO-WORK	Expired	T12,466 - Florida			42, 100
62	WORKABILITY	Expired	T14,672 - Florida	2/15/90		42, 100
63	WORKABILITY	Registered (?)	52,314 - Texas	11/30/92		42,100
64	WORKABILITY	Expired	Virginia	6/28/91		42,100
65	WORKABILITY	Expired (?)	Tennessee	6/12/91		42, 100
66	WORKABILITY	Expired	9,573 - North Carolina	7/1/91		42, 100
67	WORKABILITY	Registered (?)	S12,158 - Missouri	12/3/92		42,100
68	WORKABILITY	Expired	502,317 - Louisiana	11/30/92		42,100
69	WORKABILITY	Expired	9,831 - Kentucky	7/26/91		42,100
70	WORKABILITY	Registered (?)	921,222 - Kansas	12/22/92		42,100
71	WORKABILITY Stylized Letters	Expired	Kansas	12/2/92		42,100
72	NRC and Design	Expired (?)	Tennessee	8/23/88		42,100
73	NATIONAL REHABILITATION CENTERS	Expired (?)	Tennessee	8/23/88		42,100
74	COMPREHENSIVE MEDICAL REHABILITATION CENTER and Design	Expired (?)	Tennessee	5/13/87		42,100
75	CMRC BACK TO WORK CENTER and Design	Expired	T11,673 - Florida	9/5/89		42,100
76	CMRC COMPREHENSIVE MEDICAL REHABILITATION CENTER and Design	Expired	T11,672 - Florida	9/5/89		42,100
77	THE REHABILITY PLACE	Abandoned			74/237,,973	42,100
78	Design	Cancelled	1,714,261	9/8/82	74/119735	41,42,100,101, 107
79	MEDWORKS	Expired	Kansas	2/22/95		42, 100
80	ABILITY TRACK	Abandoned			74/589345	42,100,101
81	ABILITY PATHS	Abandoned			74/589,346	42,100,101
82	SUBACUTE VALUE ENHANCED	Abandoned			74/598,385	42,100,101

	Trademark	Status	Reg. #	Reg. Date	App. #	Class
	SYSTEMS SALVE					
83	REHABILITY FORCE	Abandoned			74/699,112	42,100,101
84	COMPREHENSIVE MEDICAL REHABILITATION CENTER	Cancelled	1,460,411	10/6/87	73/644,367	42,100
85	THE REHABILITY PLACE	Application is void— Serial Number issued in error			74/219,215	42,100
86	THE REHABILITY CENTER	Abandoned			74/238,001	42,100
87	REHABILITY MANAGEMENT SERVICES	Abandoned			74/680,487	35,42,100,101
88	AMERICAN REHABILITY SERVICES	Abandoned			75/257,673	42,100,101
89	Design	Cancelled	2,276,969	9/14/99	75/116,417	42,100,101
90	ACCESS HOME CARE	Cancelled	1,862,077	11/8/94	73/779,635	42,100