

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Grant of Security Interest		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Alliance Healthcare Services, Inc.		06/03/2013	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Credit Suisse AG, Cayman Islands Branch		
Street Address:	11 Madison Avenue		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10010		
Entity Type:	Bank: SWITZERLAND		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	3747661	ALLIANCE HEALTHCARE SERVICES	
Registration Number:	3560125	ALLIANCE IMAGING	
CORRESPONDENCE DATA			
Fax Number:	6502138158		
	<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>		
Phone:	6502130300		
Email:	iprecordations@whitecase.com		
Correspondent Name:	White & Case LLP / Christina Ishihara		
Address Line 1:	3000 El Camino Real, Bldg 5, 9th Floor		
Address Line 4:	Palo Alto, CALIFORNIA 94306		
ATTORNEY DOCKET NUMBER:	1111002-0170		
NAME OF SUBMITTER:	Christina Ishihara		
Signature:	/Christina Ishihara/		

Date:

06/03/2013

Total Attachments: 7

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GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, Alliance HealthCare Services, Inc., a Delaware corporation (the "Grantor") with principal offices at 100 Bayview Circle, Suite 400, Newport Beach, California 92660, hereby grants to Credit Suisse AG, Cayman Islands Branch, as Collateral Agent, with principal offices at 11 Madison Avenue, New York, New York 10010, (the "Grantee"), a continuing security interest in (i) all of the Grantor's right, title and interest in, to and under to the United States trademarks, trademark registrations and trademark applications (the "Marks") set forth on Schedule A attached hereto, (ii) all Proceeds (as such term is defined in the Security Agreement referred to below) and products of the Marks, (iii) the goodwill of the businesses with which the Marks are associated and (iv) all causes of action arising prior to or after the date hereof for infringement of any of the Marks or unfair competition regarding the same.


THIS GRANT is made to secure the satisfactory performance and payment of all the Secured Obligations of the Grantor, as such term is defined in the Security Agreement among the Grantor, the other assignors from time to time party thereto and the Grantee, dated as of June 3, 2013, (as amended, modified, restated and/or supplemented from time to time, the "Security Agreement"). Upon the occurrence of the Termination Date (as defined in the Security Agreement), the Grantee shall execute, acknowledge, and deliver to the Grantor an instrument in writing releasing the security interest in the Marks acquired under this Grant.

This Grant has been granted in conjunction with the security interest granted to the Grantee under the Security Agreement. The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

[Remainder of this page intentionally left blank; signature page follows]

IN WITNESS WHEREOF, the undersigned have executed this Grant as of the 3 day
of June, 2013.

ALLIANCE HEALTHCARE SERVICES, INC., as
Grantor

By: 
Name: Nicholas Poan
Title: SVP Corporate Finance and Chief
Accounting Officer

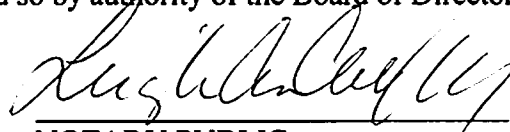
CREDIT SUISSE AG, CAYMAN ISLANDS
BRANCH, as Collateral Agent and Grantee

By: _____
Name:
Title:

By: _____
Name:
Title:

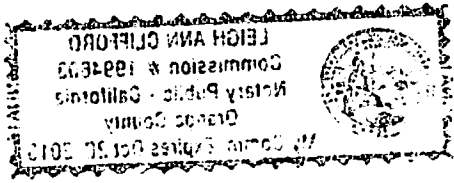
STATE OF CALIFORNIA _)
) ss.:
COUNTY OF ORANGE ___)

On this 31st day of May, 2013, before me personally came Nicholas Poan who, being by me duly sworn, did state as follows: that [s]he is SVP Corporate Finance and Chief Accounting Officer of Alliance HealthCare Services, Inc., that [s]he is authorized to execute the foregoing Grant on behalf of said corporation and that he did so by authority of the Board of Directors of Alliance HealthCare Services, Inc.

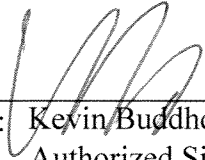


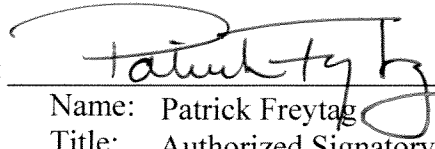
NOTARY PUBLIC





CREDIT SUISSE AG, CAYMAN ISLANDS
BRANCH, as Collateral Agent and Grantee

By: 
Name: Kevin Buddhew
Title: Authorized Signatory

By: 
Name: Patrick Freytag
Title: Authorized Signatory

(Trademark Grant)

STATE OF NEW YORK)
) ss:
COUNTY OF NEW YORK)

On this 30 day of May, 2013, before me personally came Kevin Buddhew and Patrick Freytag who, being by me duly sworn, did state as follows: that [s]he is Authorized Signatories of Credit Suisse AG, Cayman Islands Branch, that [s]he is authorized to execute the foregoing Grant on behalf of Credit Suisse AG, Cayman Islands Branch and that [s]he has the authority to so execute.

MARJORIE E. BULL
Notary Public, State of New York
No. 01BU6055282
Qualified in New York County
Commission Expires February 20, 2015



Notary Public

(Trademark Grant)

TRADEMARK
REEL: 005040 FRAME: 0213

SCHEDULE A
to Grant of Security Interest
in United States Trademarks

No.	Trademark	Application No. Application Date	Registration No. Registration Date	Owner Name
1.	ALLIANCE HEALTHCARE SERVICES	77626076 12/3/08	3747661 2/9/10	Alliance Healthcare Services, Inc.
2.	ALLIANCE IMAGING	77443155 4/8/08	3560125 1/13/09	Alliance Healthcare Services, Inc.