

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:		NEW ASSIGNMENT													
NATURE OF CONVEYANCE:		ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL													
CONVEYING PARTY DATA															
<table border="1"> <thead> <tr> <th>Name</th> <th>Formerly</th> <th>Execution Date</th> <th>Entity Type</th> </tr> </thead> <tbody> <tr> <td>Exact Care Pharmacy, LLC</td> <td></td> <td>01/01/2014</td> <td>LIMITED LIABILITY COMPANY: OHIO</td> </tr> </tbody> </table>				Name	Formerly	Execution Date	Entity Type	Exact Care Pharmacy, LLC		01/01/2014	LIMITED LIABILITY COMPANY: OHIO				
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Exact Care Pharmacy, LLC		01/01/2014	LIMITED LIABILITY COMPANY: OHIO												
RECEIVING PARTY DATA															
<table border="1"> <tr> <td>Name:</td> <td>ECP Holdings, LLC</td> </tr> <tr> <td>Street Address:</td> <td>9445 Rockside Road</td> </tr> <tr> <td>City:</td> <td>Valley View</td> </tr> <tr> <td>State/Country:</td> <td>OHIO</td> </tr> <tr> <td>Postal Code:</td> <td>44125</td> </tr> <tr> <td>Entity Type:</td> <td>LIMITED LIABILITY COMPANY: OHIO</td> </tr> </table>				Name:	ECP Holdings, LLC	Street Address:	9445 Rockside Road	City:	Valley View	State/Country:	OHIO	Postal Code:	44125	Entity Type:	LIMITED LIABILITY COMPANY: OHIO
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PROPERTY NUMBERS Total: 2															
<table border="1"> <thead> <tr> <th>Property Type</th> <th>Number</th> <th>Word Mark</th> </tr> </thead> <tbody> <tr> <td>Registration Number:</td> <td>4234080</td> <td>EXACTPACK</td> </tr> <tr> <td>Registration Number:</td> <td>4253221</td> <td>EXACTCARE PHARMACY</td> </tr> </tbody> </table>				Property Type	Number	Word Mark	Registration Number:	4234080	EXACTPACK	Registration Number:	4253221	EXACTCARE PHARMACY			
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Registration Number:	4234080	EXACTPACK													
Registration Number:	4253221	EXACTCARE PHARMACY													
CORRESPONDENCE DATA															
Fax Number: 2162410816 <i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i> Phone: 216-622-8200 Email: ipdocket@calfee.com Correspondent Name: Ryan W. Falk Address Line 1: Calfee, Halter & Griswold LLP Address Line 2: The Calfee Building, 1405 East 6th Street Address Line 4: Cleveland, OHIO 44114-1607															
ATTORNEY DOCKET NUMBER:		35805/04000													
NAME OF SUBMITTER:		Carol A. Costanza													

CH \$65.00 4234080

Signature:	/carol a/ costanza/
Date:	02/18/2014
Total Attachments: 2 source=02394073#page1.tif source=02394073#page2.tif	

ASSIGNMENT OF MARKS

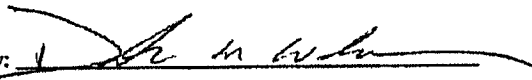
WHEREAS, Exact Care Pharmacy, LLC, a limited liability company organized and existing under the laws of the state of Ohio, with its head offices at 9445 Rockside Road, Valley View, Ohio 44125 ("Assignor"), is the owner of all right, title and interest in and to those certain marks that are Contributed Assets for purposes of a certain Contribution Agreement of even date herewith by and between, among others, the parties hereto (the "Marks"), including but not limited to the marks covered by the registrations identified on Schedule A hereto; and

WHEREAS, ECP Holdings, LLC, a limited liability company organized and existing under the laws of the state of Ohio, with its head offices at 9445 Rockside Road, Valley View, Ohio 44125 ("Assignee"), is desirous of acquiring all right, title and interest in and to the Marks,

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, and intending to be legally bound, Assignor hereby contributes and delivers to Assignee, all right, title and interest in and to (i) the Marks, (ii) all registrations and/or applications for registration of the Marks, including but not limited to those identified on Schedule A hereto, (iii) all income, royalties, damages and payments now or hereafter due or payable with respect to the Marks, (iv) all rights of action arising from the Marks, including all claims for damages by reason of past, present and future infringement of the Marks and the right to sue and collect damages for such infringement, to be held and enjoyed by Assignee for its own use and benefit and for its successors and assigns as the same would have been held by Assignor had this assignment not been made, and (v) the goodwill of the business symbolized by the Marks.

EXACT CARE PHARMACY, LLC

Date: January 1, 2014

By: 
Name: Dale Lottschlager
Title: President and CEO

SCHEDULE A

<u>Country</u>	<u>Trademark</u>	<u>Reg. No./</u> <u>(Serial No.)</u>
U.S.	EXACTPACK	4,234,080
U.S.	EXACTCARE PHARMACY	4,253,221

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