

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM343775

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	RELEASE OF SECURITY INTEREST		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
U.S. Bank National Association, solely in its capacity as Collateral Agent and not individually		06/04/2015	national banking association: UNITED STATES
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Physiotherapy-BMHI Holdings, Inc.		
<b>Street Address:</b>	855 Springdale Drive, Suite 200		
<b>City:</b>	Exton		
<b>State/Country:</b>	PENNSYLVANIA		
<b>Postal Code:</b>	19341		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3142478	BENCHMARK	
<b>Registration Number:</b>	3295974	BENCHMARK MEDICAL, INC.	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	3129939767		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
<b>Phone:</b>	3129932647		
<b>Email:</b>	zeynep.gieseke@lw.com		
<b>Correspondent Name:</b>	Zeynep Gieseke		
<b>Address Line 1:</b>	330 N. Wabash Avenue, Suite 2800		
<b>Address Line 2:</b>	c/o Latham & Watkins LLP		
<b>Address Line 4:</b>	Chicago, ILLINOIS 60611		
<b>ATTORNEY DOCKET NUMBER:</b>	025646-0851		
<b>NAME OF SUBMITTER:</b>	Zeynep Gieseke		
<b>SIGNATURE:</b>	/zg/		
<b>DATE SIGNED:</b>	06/05/2015		
<b>Total Attachments: 7</b>			

CH \$65.00 3142478

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**RELEASE OF SECURITY INTEREST  
IN INTELLECTUAL PROPERTY COLLATERAL**

This **RELEASE OF SECURITY INTEREST IN INTELLECTUAL PROPERTY COLLATERAL** (this "Release"), dated as of June 4, 2015, is made by U.S. BANK NATIONAL ASSOCIATION, solely in its capacity as Collateral Agent and not individually ("U.S. Bank"), under the Credit Agreement referred to below (terms used in this Release and not herein defined shall have the meanings set forth in the Credit Agreement).

**WHEREAS**, in connection with that certain Credit Agreement, dated as of December 31, 2013 (as amended, restated, supplemented or otherwise modified from time to time, and together with all general security agreements, trademark security agreements, and copyright security agreements entered into in connection therewith or in connection with prior versions thereof, the "Credit Agreement"), among Physiotherapy Associates Holdings, Inc., a Delaware corporation (successor by merger to Physiotherapy Merger Sub, Inc.) (the "Borrower"), the Subsidiary Guarantors party thereto (the Borrower and the Subsidiary Guarantors, collectively, the "Credit Parties" ), the Lenders from time to time party thereto (each individually a "Lender," and collectively, the "Lenders"), U.S. Bank National Association, as Administrative Agent for the Lenders and Collateral Agent for the Secured Parties, and the other agents party thereto, the Lenders made credit extensions to the Borrower;

**WHEREAS**, in connection with the Credit Agreement, and pursuant to those certain agreements described on Annex I attached hereto (collectively, the "Security Agreements"), the Credit Parties granted security interests in certain intellectual property owned by the Credit Parties including those listed on Annex I attached hereto (collectively, the "Intellectual Property Collateral"); and

**WHEREAS**, the Security Agreements were recorded in the United States Patent and Trademark Office (the "USPTO") or the United States Copyright Office (the "Copyright Office") on the dates set forth on Annex I hereto.

**NOW THEREFORE**, U.S. Bank hereby RELEASES, without representation, recourse or warranty whatsoever, all of its security interest in the Intellectual Property Collateral, whether granted pursuant to the Security Agreements or any other agreement or document delivered in connection with the Credit Agreement, and U.S. Bank hereby reassigns any and all such right, title and interest (if any) that U.S. Bank may have in the Intellectual Property Collateral to the Credit Parties.

U.S. Bank agrees, at the Credit Parties' expense, to cooperate with the Credit Parties and to provide the Credit Parties with the information and additional authorization reasonably required or desirable to effect the release of U.S. Bank's security interest in the released collateral described herein.

This Release and the rights and obligations of the parties hereto shall be governed by, and construed and interpreted in accordance with, the laws of the State of New York.

[Signature Page Follows]

IN WITNESS WHEREOF, U.S. Bank has executed this Release as of the date first above written.

**U.S. BANK NATIONAL ASSOCIATION, solely in  
its capacity as Collateral Agent and not individually**

By: \_\_\_\_\_

Name: James A. Hanley

Title: V.P. Relationship Management

[Signature Page to Release of Security Interest in Intellectual Property Collateral]

**TRADEMARK**  
**REEL: 005547 FRAME: 0285**

**ANNEX I**

The Intellectual Property Security Agreement dated as of December 31, 2013, by Physiotherapy-BMHI Holdings, Inc. and certain other Grantors party thereto in favor of U.S. Bank, which was recorded with the USPTO on March 24, 2014 at Reel 5242, Frame 0386 and covering the following trademarks:

<b>U.S. Trademark Registrations</b>	
<b>Registration No./Date</b>	<b>Trademark</b>
3029872 12/13/05	INTEGRITY PHYSICAL THERAPY (CHICAGO LOGO)
2987915 8/23/05	INTEGRITY PHYSICAL THERAPY (INDIANA LOGO)

The Intellectual Property Security Agreement dated as of December 31, 2013, by Physiotherapy-BMI, Inc. and certain other Grantors party thereto in favor of U.S. Bank, which was recorded with the USPTO on March 24, 2014 at Reel 5242, Frame 0368 and covering the following trademarks:

<b>U.S. Trademark Registrations</b>	
<b>Registration No./Date</b>	<b>Trademark</b>
3142478 9/12/06	BENCHMARK
3295974 9/25/07	BENCHMARK MEDICAL, INC.

The Intellectual Property Security Agreement dated as of December 31, 2013, by Keystone Rehabilitation Systems, Inc. and certain other Grantors party thereto in favor of U.S. Bank, which was recorded with the USPTO on March 24, 2014 at Reel 5242, Frame 0377 and covering the following trademarks:

<b>U.S. Trademark Registrations</b>	
<b>Registration No./Date</b>	<b>Trademark</b>
1490615 5/31/88	KEYSTONE REHABILITATION SYSTEMS AND DESIGN

The Intellectual Property Security Agreement dated as of December 31, 2013, by Physiotherapy Corporation and certain other Grantors party thereto in favor of U.S. Bank, which was recorded with the USPTO on March 24, 2014 at Reel 5242, Frame 0409 and covering the following trademarks:

<b>U.S. Trademark Registration/Applications</b>	
<b>Registration/Application No./Date</b>	<b>Trademark</b>
3480454 8/5/08	PHYSIO@WORK AND DESIGN
3480514 8/5/08	PHYSIOKIDS AND DESIGN
3605292 4/14/09	PHYSIOLINK
4131901 4/24/12	STRENGTHEN YOUR GAME
4445886 12/10/13	BENCHMARK



**ANNEX I**

The Intellectual Property Security Agreement dated as of December 31, 2013, by Physiotherapy Corporation, Blue Hen Physical Therapy, Inc., Rehabilitation Consultants, Inc., Physiotherapy Associates, Inc. and certain other Grantors party thereto which was recorded with the Copyright Office in April, 2014 and covering the following copyrights:

<b>Title</b>	<b>Reg. No.</b>	<b>Owner</b>
Computer program.	Txu1572159	Physiotherapy Corporation
Blue Hen Physical Therapy, Inc., fee sheet.	TX2155279	Blue Hen Physical Therapy, Inc.
Rehabilitation Consultants, Inc., back education series: pt. I.	Vau30443	Rehabilitation Consultants, Inc.
Disability Work Assessment (DWA)	TX7739359	Physiotherapy Associates, Inc.