

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM377549

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Security Agreement		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
THE MEADOWS OF WICKENBURG, INC.		03/07/2016	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	Ally Bank, as Agent		
Street Address:	300 Park Avenue, 4th Floor		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10022		
Entity Type:	Utah State Bank: UTAH		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	4590290	DAWN AT THE MEADOWS	
Registration Number:	4682925	MEADOWS BEHAVIORAL HEALTHCARE	
Registration Number:	4682932	MEADOWS BEHAVIORAL HEALTHCARE	
CORRESPONDENCE DATA			
Fax Number:	5084720491		
<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>			
Phone:	5084720491		
Email:	michael.barys@thomsonreuters.com		
Correspondent Name:	James Murray		
Address Line 1:	4400 Easton Commons Way Suite 125		
Address Line 2:	CT Corporation		
Address Line 4:	Columbus, OHIO 43219		
NAME OF SUBMITTER:	James Murray		
SIGNATURE:	/Michael Barys/		
DATE SIGNED:	03/22/2016		
Total Attachments: 5			
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TRADEMARK ASSIGNMENT OF SECURITY

WHEREAS, the undersigned grantor (“Grantor”), has adopted, used and is using the marks shown in the attached Schedule A (the “Marks”), for which there are registrations or applications in the United States Patent and Trademark Office under the numbers shown in the attached Schedule A; and

WHEREAS, Grantor and certain of its affiliates are obligated to Ally Bank (“Ally”) and various other financial institutions (collectively, “Lenders”) and Ally as agent for Lenders (“Agent”) pursuant to (i) a certain Amended and Restated Loan and Security Agreement, dated as of the date hereof, among Agent, Lenders, Grantor and certain other Loan Parties named therein (the “Loan Agreement”) and (ii) a certain Trademark Security Agreement, dated as of April 12, 2012, made by Grantor and certain other Loan Parties named therein in favor of Agent (as each may be amended, modified, restated or supplemented from time to time, collectively, the “Agreements”); and

WHEREAS, pursuant to the Agreements, Grantor is granting to Agent for its benefit and for the ratable benefit of the Secured Parties (as defined in the Loan Agreement) a security interest in Grantor’s Marks, the goodwill of the business symbolized by such Marks, and the registrations and applications therefor.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Grantor does hereby grant, which grant is and shall be deemed to be one and the same grant as the grant set forth in the Agreements, to Agent for its benefit and for the ratable benefit of the Secured Parties (as defined in the Loan Agreement) a security interest in and to Grantor’s Marks, together with the goodwill of the business symbolized by such Marks, and registrations and applications therefor, which security interest shall secure all the Obligations as defined in the Agreements and in accordance with the terms and provisions thereof.

Dated: New York, New York
March 7, 2016

[Signature Page Follows This Page]

Grantor expressly acknowledges and affirms that the rights and remedies of Agent and Lenders with respect to the security interest granted hereby are more fully set forth in the Agreements.

GRANTOR:

THE MEADOWS OF WICKENBURG, INC.

By: 

Name: Kyle Wescoat

Title: chief Financial Officer and Secretary

[Signature Page to Trademark Assignment of Security]

TRADEMARK
REEL: 005755 FRAME: 0523

AGENT:

ALLY BANK

By: 
Name: CJ Gianatiempo
Title: Authorized Signatory

[Signature Page to Trademark Assignment of Security]

SCHEDULE A

Mark	Registration/Application Number
Dawn at the Meadows	4,590,290
Meadows Behavioral Healthcare (name)	4,682,925
Meadows Behavioral Healthcare (name)	4,682,932

[Schedule A to Trademark Assignment of Security]