

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM423632

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Assignment of Grant of Security Interest		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Bank of America, N.A., as Administrative Agent		04/13/2017	National Banking Association: UNITED STATES
RECEIVING PARTY DATA			
Name:	Deerfield Management Company, L.P., as Administrative Agent		
Street Address:	780 Third Avenue		
Internal Address:	37th Floor		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10017		
Entity Type:	Limited Partnership: DELAWARE		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	4473519	WHAMBULANCE!	
Registration Number:	4308259	REAL ER. REAL FAST.	
Registration Number:	3581689	FIRST CHOICE EMERGENCY ROOM	
Serial Number:	86132907	ADEPTUS	
CORRESPONDENCE DATA			
Fax Number:	3125778994		
<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:	312-577-8408		
Email:	deborah.wing@kattenlaw.com		
Correspondent Name:	Deborah Wing c/o Katten Muchin Rosenman		
Address Line 1:	525 West Monroe Street		
Address Line 4:	Chicago, ILLINOIS 60661		
ATTORNEY DOCKET NUMBER:	333285-00141		
NAME OF SUBMITTER:	Deborah A. Wing		
SIGNATURE:	/DAW/		
DATE SIGNED:	04/13/2017		

CH \$115.00 4473519

Total Attachments: 3

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NOTICE OF
ASSIGNMENT OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Notice has previously been given to the United States Patent and Trademark Office, and recorded 10/7/2015, that, pursuant to the Security and Pledge Agreement dated as of October 6, 2015 (as the same may be amended, modified, extended or restated from time to time, the ("Agreement")), by and among the Obligors party thereto (each an "Obligor" and collectively, the ("Obligors") and Bank of America, N.A., as Administrative Agent (the "Former Administrative Agent") for the holders of the Obligations referenced therein, the undersigned Obligor granted a continuing security interest in, and a right to set off against, any and all right, title and interest of such Obligor in and to the trademarks and trademark applications set forth on Schedule 1 hereto to the Former Administrative Agent for the ratable benefit of the holders of the Obligations.

Please be advised that the Agreement and the continuing security interest in, and a right to set off against, any and all right, title and interest of such Obligor in and to the trademarks and trademark applications set forth on Schedule 1 hereto has been assigned by the Former Administrative Agent to Deerfield Management Company, L.P., a Delaware limited partnership (the "New Administrative Agent") for the ratable benefit of the holders of the Obligations.

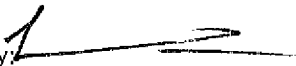
The undersigned Obligor, the Former Administrative Agent and the New Administrative Agent (on behalf of the holders of the Obligations), hereby confirm the foregoing. The undersigned Obligor and the New Administrative Agent (on behalf of the holders of the Obligations) acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

OPFREE LICENSING LP, a Texas limited partnership

By: ECC MANAGEMENT, LLC, a Texas limited liability company, its general partner

By: FIRST CHOICE ER, LLC, a Texas limited liability company, its sole member

By: 

Name: Frank Williams

Title: Chief Financial Officer and Executive Vice President

Address:

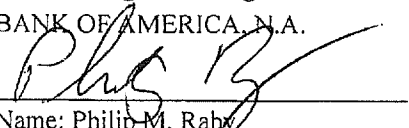
Opfree Licensing LP
2941 S. Lake Vista Drive, Suite 200
Lewisville, Texas 75067

TRADEMARK

REEL: 006034 FRAME: 0573

Acknowledged and Agreed:

BANK OF AMERICA, N.A.


Name: Philip M. Raby
Title: Senior Vice President

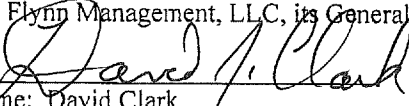
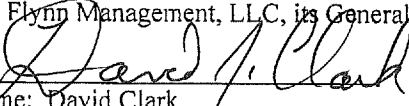
Address:

Bank of America, N.A., as Administrative Agent
900 W. Trade St., 6th Floor
NC1-026-06-03
Charlotte, NC 28255
Attention: Melissa Mullis

Acknowledged and Accepted:

DEERFIELD MANAGEMENT COMPANY, L.P., as Administrative Agent

By: Flynn Management, LLC, its General Partner


By: 
Name: David Clark
Title: Authorized Signatory

Address:

Deerfield Management Company, L.P., as Administrative Agent
780 Third Avenue
37th Floor
New York, New York 10017
Attention: Jonathan Isler

TRADEMARK

REEL: 006034 FRAME: 0574

Schedule I

OpFree Licensing LP
(Texas Limited Partnership)

U.S. Trademarks

Registered Marks

Mark	Reg. No.	Reg. Date
WHAMBULANCE!	4473519	01/28/14
REAL ER, REAL FAST.	4308259	03/26/13
FIRST CHOICE EMERGENCY ROOM and Design	3581689	02/24/09

Pending Application

Mark	Appl. No.	Filing Date
ADEPTUS	86132907	12/02/13

125847032v2

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