

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM426906

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Nova Medical and Urgent Care Center, Inc.		05/02/2016	Corporation: VIRGINIA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Inova Health Care Services		
<b>Doing Business As:</b>	INOVA		
<b>Street Address:</b>	8110 Gatehouse Road		
<b>Internal Address:</b>	Suite 200 East		
<b>City:</b>	Falls Church		
<b>State/Country:</b>	VIRGINIA		
<b>Postal Code:</b>	22042		
<b>Entity Type:</b>	Non-Profit Corporation: VIRGINIA		
<b>PROPERTY NUMBERS Total: 3</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3388807	THE MEDICAL SPA AT NOVA "ULTIMATE PREVEN	
<b>Registration Number:</b>	3221359	NOVA MEDICAL GROUP "OPTIMIZING YOUR HEAL	
<b>Registration Number:</b>	4567024	V	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	2023791723		
<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>	7037490500		
<b>Email:</b>	jyim@yimassociates.com		
<b>Correspondent Name:</b>	John J. Yim		
<b>Address Line 1:</b>	7600 Leesburg Pike		
<b>Address Line 2:</b>	Suite 470 East		
<b>Address Line 4:</b>	Falls Church, VIRGINIA 22043		
<b>NAME OF SUBMITTER:</b>	John J. Yim		
<b>SIGNATURE:</b>	/John J. Yim/		
<b>DATE SIGNED:</b>	05/09/2017		
<b>Total Attachments: 12</b>			

OP \$90.00 3388807

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To: ASSIGNMENT RECORDATION BRANCH  
UNITED STATES PATENT AND TRADEMARK OFFICE

**37 C.F.R. §3.73(b) AFFIDAVIT**  
**ESTABLISHING ASSIGNMENT OF**  
**TRADEMARKS REGISTERED WITH THE U.S. TRADEMARK OFFICE:**  
**REG. NO. 3,388,807 (REG. DATE FEB. 26, 2008);**  
**REG. NO. 3,221,359 (REG. DATE MARCH 27, 2007);**  
**REG. NO. 4,567,024 (REG. DATE JULY 15, 2014)**

1. My name is Lynn Cantwell, and I am currently the Assistant Vice President of Marketing at Inova Health Care Services, a Virginia not-for-profit nonstock corporation (“INOVA”). INOVA’s headquarter is located at 8110 Gatehouse Road, Suite 200 East, Falls Church, Virginia 22042, and I have been employed with INOVA since July 1, 2013.

2. I am familiar with the statements made in this Affidavit, and I confirm that the following statements are true and accurate to the best of my knowledge and that I am authorized to make these statements.

3. This Affidavit is submitted to establish transfer of all legal rights, title, and ownership in the following three (3) trademark registrations, registered with the United States Patent and Trademark Office:

REG. NO. 3,388,807 (REG. DATE FEB. 26, 2008);  
REG. NO. 3,221,359 (REG. DATE MARCH 27, 2007);  
REG. NO. 4,567,024 (REG. DATE JULY 15, 2014)

4. Each of the trademarks listed above is registered to Nova Medical and Urgent Care Center, Inc., a Virginia Corporation (“NOVA MEDICAL”). Please see the attached assignment records and registration information from the USPTO. Exh. 1.

5. Pursuant to an Asset Purchase Agreement, dated May 2, 2016, INOVA entered into a contract to purchase the assets of NOVA MEDICAL (“Agreement”), including all of its intellectual property assets including all trademark rights, title, and ownership.

6. Please see attached document titled, INTELLECTUAL PROPERTY ASSIGNMENT, dated May 2, 2016, transferring ownership interest in all intellectual property owned by NOVA MEDICAL to INOVA. Exh. 2. As stated in the ASSIGNMENT, NOVA MEDICAL has assigned, transferred, and conveyed to INOVA all of its “right, title and interest in and to the Intellectual Property, including any goodwill associated with such Intellectual Property, and the governmental registrations...” Exh. 2.

7. I affirm that as provided in the attached INTELLECTUAL PROPERTY ASSIGNMENT, all legal title, interest, and ownership in the trademark registrations identified as follows have been transferred to INOVA:

REG. NO. 3,388,807 (REG. DATE FEB. 26, 2008);  
REG. NO. 3,221,359 (REG. DATE MARCH 27, 2007);  
REG. NO. 4,567,024 (REG. DATE JULY 15, 2014)

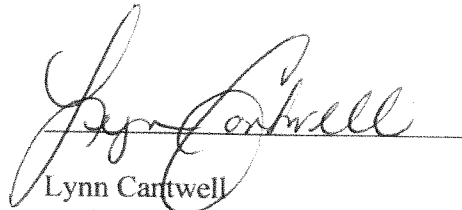
8. A clear chain of title in the ownership of these trademarks is hereby shown from NOVA MEDICAL to INOVA.

9. Affiant requests that the Assignment Recordation Branch record this assignment showing INOVA to be the owner of these marks.

10. Under 37 C.F.R. §2.20, affiant declares that she has been warned that willful false statements and the like are punishable by fine or imprisonment, or both, under 18 U.S.C. 1001, and that such willful false statements and the like may jeopardize the validity of the application or submission or any registration resulting therefrom, and therefore affiant declares that all statements made of his/her own knowledge are true and all statements made on information and belief are believed to be true.

5/8/17

Date:



Lynn Cartwell  
Assistant Vice President, Marketing  
Inova Health System Foundation

# **EXHIBIT 1**



# Trademarks > Trademark Electronic Search System (TESS)

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TESS HOME NEW USER STRUCTURED FREE FORM BROWSE DICTIONARY SEARCH OGG BOTTOM HELP PREVIOUS LIST CURRENT LIST NEXT LIST FIRST DOC PREVIOUS DOC NEXT DOC LAST DOC

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TSDR ASSIGN Status TTAB Status ( Use the "Back" button of the Internet Browser to return to TESS)



THE MEDICAL SPA AT NOVA "ULTIMATE PREVENTION, RESTORATIVE THERAPY AND PERSONAL AESTHETIC CARE."

**Word Mark** THE MEDICAL SPA AT NOVA "ULTIMATE PREVENTION, RESTORATIVE THERAPY AND PERSONAL AESTHETIC CARE."

**Goods and Services** IC 044. US 100 101. G & S: Health spa services, namely, medical and aesthetic body and facial care services, namely, skin care salons, massage services, hair removal services, [ therapeutic baths, ] fitness evaluation, [ stress management services, nutrition counseling, ] weight loss programs, acupuncture services; health care services in the nature of providing information in the field of health and wellness; health care services, namely, executive wellness programs. FIRST USE: 20041001. FIRST USE IN COMMERCE: 20041001

**Mark Drawing Code** (3) DESIGN PLUS WORDS, LETTERS, AND/OR NUMBERS

**Design Search Code** 02.01.33 - Grottesque men formed by letters, numbers, punctuation or geometric shapes; Stick figures  
26.11.21 - Rectangles that are completely or partially shaded  
27.03.02 - Humans forming letters or numerals; Humans forming punctuation

**Trademark Search** GROT-HUM Exaggerated depiction of a human

**Facility Classification Code** NOTATION-SYMBOLS Notation Symbols such as Non-Latin characters,punctuation and mathematical signs,zodiac signs,prescription marks  
SHAPES-GEOMETRIC Geometric figures and solids including squares, rectangles, quadrilaterals and polygons

**Serial Number** 78569334

**Filing Date** February 17, 2005

**Current Basis** 1A

**Original Filing Basis** 1A

**Published for Opposition** December 11, 2007

**Registration Number** 3388807

**Registration Date** February 26, 2008

**Owner** (REGISTRANT) NOVA MEDICAL AND URGENT CARE CENTER, INC. CORPORATION VIRGINIA 21785 FILIGREE COURT, SUITE 100 ASHBURN VIRGINIA 20147

**Assignment Recorded** ASSIGNMENT RECORDED

**Attorney of Record** Bruce H. Bernstein

**Disclaimer** NO CLAIM IS MADE TO THE EXCLUSIVE RIGHT TO USE "MEDICAL SPA" AND "ULTIMATE PREVENTION, RESTORATIVE THERAPY AND PERSONAL AESTHETIC CARE." APART FROM THE MARK AS SHOWN

**Description of Mark** Color is not claimed as a feature of the mark.

**Type of Mark** SERVICE MARK

**Register** PRINCIPAL

**Affidavit Text** SECT 15. SECT 8 (6-YR).

**Live/Dead Indicator** LIVE

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Assignment abstract of title for application serial no.: 78569334, registration no.: 3388807

Mark/Registrant	Serial	Registration	International
THE MEDICAL SPA AT NOVA "ULTIMATE PREVENTION, RESTORATIVE THERAPY AND PERSONAL AESTHETIC CARE." NOVA MEDICAL AND URGENT CARE CENTER, INC	78569334 Feb 17, 2005	3388807 Feb 26, 2008	registration

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Assignments (2 total)

**Assignment 2**

Reel/frame	Execution date	Date recorded	Properties	Pages
3282/0081	Mar 13, 2006	Apr 4, 2006	3	3

Conveyance

CORRECTIVE ASSIGNMENT TO CORRECT THE FULL NAME OF ASSIGNEE AND STATE OF INCORPORATION PREVIOUSLY RECORDED ON REEL 003270 FRAME 0068. ASSIGNOR(S) HEREBY CONFIRMS THE ASSIGNEE: NOVA MEDICAL AND URGENT CARE CENTER STATE OF INCORPORATION: DELAWARE.

Assignor	Entity type/citizenship	Correspondent	Domestic representative
GRACE L. KEENAN	INDIVIDUAL/UNITED STATES	SUSAN NEUBERGER WELER, ESQ. 12010 SUNSET HILLS ROAD, SUITE 900 RESTON, VA 20190	

Assignee	Entity type/citizenship
NOVA MEDICAL AND URGENT CARE CENTER, INC. 21785 FILIGREE COURT, SUITE 100 ASHBURN, VIRGINIA 20147	CORPORATION/VIRGINIA

**Assignment 1**

Reel/frame	Execution date	Date recorded	Properties	Pages
3270/0068	Mar 13, 2006	Mar 16, 2006	3	3

Conveyance

ASSIGNS THE ENTIRE INTEREST

Assignor	Entity type/citizenship	Correspondent	Domestic representative
GRACE L. KEENAN	INDIVIDUAL/UNITED STATES	SUSAN NEUBERGER WELER, ESQ. 12010 SUNSET HILLS ROAD, SUITE 900 RESTON, VA 20190	

Assignee	Entity type/citizenship
NOVA MEDICAL AND URGENT CARE CENTER 21785 FILIGREE COURT, SUITE 100 ASHBURN, VIRGINIA 20147	CORPORATION/DELAWARE





Trademarks > Trademark Electronic Search System (TESS)

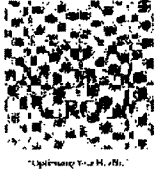
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TSDR ASSIGN Status TTAB Status ( Use the "Back" button of the Internet Browser to return to TESS)



**Word Mark** NOVA MEDICAL GROUP "OPTIMIZING YOUR HEALTH"  
**Goods and Services** IC 044. US 100 101. G & S: Medical services. FIRST USE: 20040801. FIRST USE IN COMMERCE: 20040801  
**Mark Drawing Code** (3) DESIGN PLUS WORDS, LETTERS, AND/OR NUMBERS  
**Design Search Code** 02.01.33 - Grotesque men formed by letters, numbers, punctuation or geometric shapes; Stick figures  
 26.11.21 - Rectangles that are completely or partially shaded  
 27.03.02 - Humans forming letters or numerals; Humans forming punctuation  
**Serial Number** 78569262  
**Filing Date** February 17, 2005  
**Current Basis** 1A  
**Original Filing Basis** 1A  
**Published for Opposition** January 9, 2007  
**Registration Number** 3221359  
**Registration Date** March 27, 2007  
**Owner** (REGISTRANT) NOVA MEDICAL AND URGENT CARE CENTER, INC. CORPORATION VIRGINIA 21785 FILIGREE COURT, SUITE 100 ASHBURN VIRGINIA 20147  
**Assignment Recorded** ASSIGNMENT RECORDED  
**Attorney of Record** Bruce H. Bernstein  
**Disclaimer** NO CLAIM IS MADE TO THE EXCLUSIVE RIGHT TO USE "MEDICAL GROUP" APART FROM THE MARK AS SHOWN  
**Description of Mark** Color is not claimed as a feature of the mark.  
**Type of Mark** SERVICE MARK  
**Register** PRINCIPAL  
**Affidavit Text** SECT 15. SECT 8 (6-YR).  
**Live/Dead Indicator** LIVE

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Assignment abstract of title for application serial no.: 78569262, registration no.: 3221359

Mark/Registrant	Serial	Registration	International
NOVA MEDICAL GROUP	78569262	3221359	registration
"OPTIMIZING YOUR HEALTH" AND URGENT CARE CENTER, INC	Feb 17, 2005	Feb 26, 2008	

[View in TSDR](#)



Assignments (2 total)

**Assignment 2**

Reel/frame	Execution date	Date recorded	Properties	Pages
3282/0081	Mar 13, 2006	Apr 4, 2006	3	3

Conveyance

CORRECTIVE ASSIGNMENT TO CORRECT THE FULL NAME OF ASSIGNEE AND STATE OF INCORPORATION PREVIOUSLY RECORDED ON REEL 003270 FRAME 0068. ASSIGNOR(S) HEREBY CONFIRMS THE ASSIGNEE: NOVA MEDICAL AND URGENT CARE CENTER STATE OF INCORPORATION: DELAWARE.

Assignor	Entity type/citizenship	Correspondent	Domestic representative
GRACE L. KEENAN	INDIVIDUAL/UNITED STATES	SUSAN NEUBERGER WELER, ESQ. 12010 SUNSET HILLS ROAD, SUITE 900 RESTON, VA 20190	

Assignee	Entity type/citizenship
NOVA MEDICAL AND URGENT CARE CENTER, INC. 21785 FILIGREE COURT, SUITE 100 ASHBURN, VIRGINIA 20147	CORPORATION/VIRGINIA

**Assignment 1**

Reel/frame	Execution date	Date recorded	Properties	Pages
3270/0068	Mar 13, 2006	Mar 16, 2006	3	3

Conveyance

ASSIGNS THE ENTIRE INTEREST

Assignor	Entity type/citizenship	Correspondent	Domestic representative
GRACE L. KEENAN	INDIVIDUAL/UNITED STATES	SUSAN NEUBERGER WELER, ESQ. 12010 SUNSET HILLS ROAD, SUITE 900 RESTON, VA 20190	

Assignee	Entity type/citizenship
NOVA MEDICAL AND URGENT CARE CENTER 21785 FILIGREE COURT, SUITE 100 ASHBURN, VIRGINIA 20147	CORPORATION/DELAWARE



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**Word Mark** V

**Goods and Services** IC 044, US 100 101. G & S: medical services; health spa services for health and wellness of the body and spirit; urgent care medical services. FIRST USE: 20050630. FIRST USE IN COMMERCE: 20050630

**Mark Drawing Code** (3) DESIGN PLUS WORDS, LETTERS, AND/OR NUMBERS

**Design Search Code** 02.01.33 - Grotesque men formed by letters, numbers, punctuation or geometric shapes; Stick figures  
04.07.03 - Geometric figures or combinations of geometric figures representing a person; Geometric figures representing a person; Geometric shapes forming a person; Person formed by geometric shapes  
26.03.21 - Ovals that are completely or partially shaded

**Serial Number** 86091796

**Filing Date** October 15, 2013

**Current Basis** 1A

**Original Filing Basis** 1A

**Published for Opposition** April 29, 2014

**Registration Number** 4567024

**Registration Date** July 15, 2014

**Owner** (REGISTRANT) Nova Medical and Urgent Care Center, Inc. CORPORATION VIRGINIA 21785 Filigree Court, Suite 100 Ashburn VIRGINIA 20147

**Attorney of Record** Bruce H. Bernstein

**Prior Registrations** 3221359;3388807

**Description of Mark** Color is not claimed as a feature of the mark. The mark consists of the letter "V" is shown as a stylized figure element in which the sides of the "V" represent arms and an oval shape appears between the arms representing a person's head.

**Type of Mark** SERVICE MARK

**Register** PRINCIPAL

**Live/Dead Indicator** LIVE

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## **EXHIBIT 2**

## INTELLECTUAL PROPERTY ASSIGNMENT

**THIS INTELLECTUAL PROPERTY ASSIGNMENT** (this "IP Assignment") is effective as of May 2, 2016, by INOVA HEALTH CARE SERVICES, a Virginia not-for-profit nonstock corporation ("Assignee"), NOVA MEDICAL AND URGENT CARE CENTER, INC. ("Assignor"), pursuant and subject to that certain Asset Purchase Agreement, dated as of May 2, 2016, by and among Buyer, Assignor, and the Physician Owners (the "Purchase Agreement"). Capitalized terms used herein but not otherwise defined herein shall have the meanings ascribed to them in the Purchase Agreement.

WHEREAS, Assignor is the owner of the Intellectual Property; and

WHEREAS, Assignor has agreed to assign, and Assignee has agreed to acquire, all right, title and interest in and to the Intellectual Property, as more fully set forth below;

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties agree as follows:

1. **Transfer and Assignment of the Intellectual Property.** Assignor does hereby assign, transfer and convey to Assignee, its successors and assigns, as of the Effective Time, all of Assignor's right, title and interest in and to the Intellectual Property, including any goodwill associated with such Intellectual Property, and the governmental registrations and pending applications with respect thereto, if any. The Intellectual Property, as set forth in the Purchase Agreement, includes, without limitation, the items identified on Schedule 1, which is attached hereto and incorporated herein by reference.

2. **Further Assurances.** Assignor shall promptly execute any further documents or instruments of assignment, conveyance, transfer and confirmation and to take such action as may be reasonably requested by Assignee in order to more effectively convey and transfer as necessary to perfect or register the interest of Assignee in and to the Intellectual Property.

3. **Binding Instrument.** This IP Assignment shall be binding upon and inure to the benefit of the parties hereto and their respective successors and assigns.

4. **Counterparts.** This IP Assignment may be executed in counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument.

5. **Governing Law.** This IP Assignment shall be governed by and construed in accordance with the laws of the Commonwealth of Virginia, without reference to the choice of law principles thereof.

6. **Amendment.** This IP Assignment may not be modified or amended without the prior written consent of the parties hereto.

IN WITNESS WHEREOF, the undersigned have executed this IP Assignment on the date first written above.

NOVA MEDICAL AND URGENT CARE CENTER, INC.  
("Assignor")

By: [Signature]  
Name: George L. Keenan, MD  
Title: CEO

ACKNOWLEDGED AND ACCEPTED BY:

NOVA HEALTH CARE SERVICES  
("Assignee")

By: [Signature]  
Name: Lynn Cantwell  
Title: VP Marketing

Signature Page to IP Assignment