

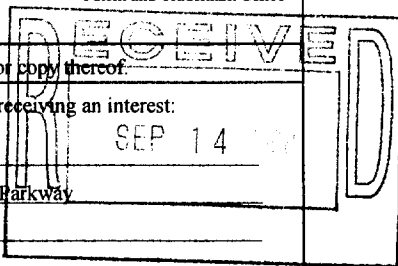
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U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office



To the Honorable Commissioner of Patents and Trademarks. Please record the attached original document or copy thereof.

1. Name of Party(ies) conveying an interest:

Pediatric Services of America, Inc.  
5834-C Peachtree Corners East  
Norcross, Georgia 30092

Individual(s)                       Association  
 General Partnership               Limited Partnership  
 Corporation Delaware  
 Other

Additional name(s) of conveying party(ies) attached?  Yes  No

2. Name and Address of Party(ies) receiving an interest:

Name: PSA Properties Corporation  
 Street Address: 310 Technology Parkway  
 Internal Address: \_\_\_\_\_  
 City: Norcross State: Georgia Zip: 30092

Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation Delaware  
 Other \_\_\_\_\_

Additional name(s) & address(es) attached?  Yes  No

3. Nature of Conveyance:

Assignment                       Merger  
 Security Agreement               Change of Name  
 Other

Execution Date: July 6, 1997

4. Application number(s) or registration number(s):

A. Trademark Application No.(s): N/A

Additional numbers attached?  Yes  No

B. Trademark Registration No.(s): 1,945,720      2,023,252

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Mark H. Webbink, Esq.  
 Internal Address: Moore & Van Allen, PLLC  
 Street Address: 2200 West Main Street, Suite 800  
 City: Durham State: NC ZIP: 27705

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.4): ..... \$ 65.00

Enclosed  
 Authorized to be charged to deposit account  
 (Any Deficiency)

8. Deposit account number:  
13-4365  
 (Attach duplicate copy of this form if paying by deposit account):

DO NOT USE THIS SPACE

9. Statement and signature.

*To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.*

Mark H. Webbink, Esq.                      [Signature]                      9/9/98  
 Name of Person Signing                      Signature                      Date

Total number of pages including cover sheet, attachments and document: 5

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks  
 Box Assignments  
 Washington, D.C. 20231

CERTIFICATE OF MAILING

I hereby certify that this paper is being deposited with the United States Postal Service as first class mail in an envelope addressed to the Commissioner Of Patent And Trademarks, Washington, DC 20231, BOX ASSIGNMENTS.

TIM KROLL  
 (Typed or printed name of person signing the certificate)

[Signature]  
 (Signature of the person signing the certificate)

9/9/98  
 (Date of Signature)

09/16/1998 BNGUYEN 00000156 1945720

01 FC:481                      40.00 OP  
02 FC:482                      25.00 OP

**EXHIBIT A**

<u>Trademark</u>	<u>Date Registered</u>	<u>Registration No.</u>	<u>Int'l. Class/U.S. Class</u>
PSA Home Healthcare	1/2/96	1,945,720	42/100, 101
Pharmacy Services of America	12/17/96	2,023,252	42/100, 101

**ASSIGNMENT OF TRADEMARK**

KNOW ALL MEN BY THESE PRESENTS that Pediatric Services of America, Inc., a Georgia corporation ("Assignor"), for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, hereby transfers, conveys, sets over and assigns to PSA Properties Corporation, Inc., a Delaware corporation ("Assignee"), all of its rights, title and interest in and to the marks listed on the attached Exhibit A, as registered with the United States Patent and Trademark Office, together with the goodwill symbolized thereby, and which it uses to identify its business of health care, home health services and home health equipment (the "Marks").

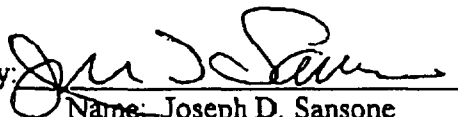
Assignee hereby acknowledges that prior to this Assignment, the Assignor owned a one hundred percent (100%) interest in the Marks and by this Assignment is assigning one hundred percent (100%) of its interest in the Marks to Assignee.

Assignor acknowledges and agrees that, subject to the terms and conditions hereof, only Assignee has the right to license other entities or individuals to use the Marks in any manner whatsoever. Assignor shall not grant to any entity or individual the right to use the Marks in any manner whatsoever.

IN WITNESS WHEREOF, the undersigned have hereunto set their hands and seals on this \_\_\_th day of July, 1997.


"Assignor"

PEDIATRIC SERVICES OF AMERICA,  
INC., a Georgia corporation

By:   
Name: Joseph D. Sansone  
Title: President

"Assignee"

PSA PROPERTIES CORPORATION,  
a Delaware corporation

By:   
Name: Susan E. Dignan  
Title: President