

09-16-1998

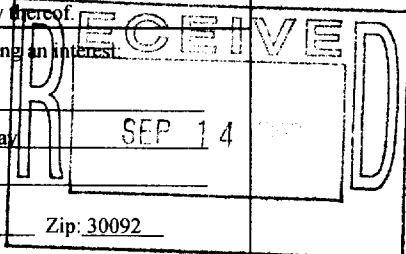


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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

MED
9/14/98

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



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

B. Trademark Registration No.(s): 1,742,947 1,744,948
1,750,623

Additional numbers attached? Yes No

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: 3

7. Total fee (37 CFR 3.4): \$ 90.00
 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 DNGUYEN 00000157 1742947

01 FC:481 40.00 OP
02 FC:482 50.00 OP

EXHIBIT A

<u>Trademark</u>	<u>Date Registered</u>	<u>Registration No.</u>	<u>Int'l Class/U.S. Class</u>
PSA (with double underline)	12/22/92	1,742,947	42/100
PSA (with double underline and bear)	1/5/93	1,744,948	42/100
Bear Design	2/2/93	1,750,623	42/100

ASSIGNMENT OF TRADEMARK

KNOW ALL MEN BY THESE PRESENTS that Pediatric Services of America, Inc., a Delaware 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 6 th day of July, 1997.


"Assignor"

PEDIATRIC SERVICES OF AMERICA,
INC., a Delaware corporation

By: 
Name: Joseph D. Sansone
Title: President

"Assignee"

PSA PROPERTIES CORPORATION,
a Delaware corporation

By: 
Name: Susan E. Dignan
Title: President