TRADEMARK ASSIGNMENT

Electronic Version v1.1 Stylesheet Version v1.1

SUBMISSION TYPE: NEW ASSIGNMENT

NATURE OF CONVEYANCE: ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|----------------|----------|----------------|---------------------------|
| Michael Newman | | 09/24/2010 | INDIVIDUAL: UNITED STATES |

RECEIVING PARTY DATA

| Name: | ABCSP, Inc. |
|--------------------|--------------------------------------|
| Doing Business As: | DBA Always Best Care Senior Services |
| Street Address: | 1406 Blue Oaks Blvd. |
| Internal Address: | Suite 100 |
| City: | Roseville |
| State/Country: | CALIFORNIA |
| Postal Code: | 95747 |
| Entity Type: | CORPORATION: CALIFORNIA |

PROPERTY NUMBERS Total: 5

| Property Type | Number | Word Mark |
|----------------------|----------|--|
| Registration Number: | 3390095 | ALWAYS BEST CARE SENIOR SERVICES ABC |
| Registration Number: | 3385112 | HELPING OTHERS MAKING LIFE RICH ALWAYS |
| Registration Number: | 3559692 | ABCUNIVERSITY |
| Registration Number: | 3563168 | ALWAYS BEST CARE |
| Serial Number: | 85027774 | ALWAYS BEST CARE SENIOR SERVICES |

CORRESPONDENCE DATA

Fax Number: (703)991-0770

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

703-591-5180 Phone:

Email: vince@amberlylaw.com Correspondent Name: Vincent M. Amberly 10805 Main Street Address Line 1:

Suite 700 Address Line 2:

Address Line 4: Fairfax, VIRGINIA 22030

TRADEMARK 900172469 REEL: 004285 FRAME: 0082

| ATTORNEY DOCKET NUMBER: | 1004.03 | |
|--|--------------------|--|
| NAME OF SUBMITTER: | VINCENT M. AMBERLY | |
| Signature: | NMA/ | |
| Date: | 09/28/2010 | |
| Total Attachments: 3 source=Assignment Newman to ABCSP#page1.tif source=Assignment Newman to ABCSP#page2.tif source=Assignment Newman to ABCSP#page3.tif | | |

TRADEMARK
REEL: 004285 FRAME: 0083

<u>ASSIGNMENT</u>

WHEREAS, Michael Newman, an individual and citizen of the United States, with an address at 100 1406 Blue Oaks Blvd., Roseville, CA 95747 ("Newman"), has adopted used, is using and is the owner of the following trademarks, four of which are now registered in the United States Patent and Trademark Office:

| <u>Trademark</u> | Registration No. | Date of Registration |
|---|---------------------|----------------------|
| ALWAYS BEST CARE SENIOR SERVICES ABC | 3,390,095 | February 26, 2008 |
| HELPING OTHERS MAKING LIFE RICH ALWAYS | 3,385,112 | February 19, 2008 |
| ABCUNIVERSITY | 3,559,692 | January 13, 2009 |
| ALWAYS BEST CARE | 3,563,168 | January 20, 2009 |
| ALWAYS BEST CARE SENIOR SERVICES | Serial No. 85027774 | NA |

WHEREAS, Newman filed a trademark application for a Community Trade

Mark in Europe, for the mark ALWAYS BEST CARE SENIOR SERVICES ABC &

Device (in colour); and that the application was registered on November 14, 2009, and

ALWAYS BEST CARE SENIOR SERVICES ABC & Device (in colour), was issued

Community Trade Mark Reg. No. 8243801, Registered 14/11/2009 ("European

Community Trade Mark").

WHEREAS, ABCSP, Inc. is a California corporation whose address is 1406 Blue Oaks Blvd., Suite 100, Roseville, CA 95747 ("ABCSP"), and ABCSP is desirous of acquiring the above trademarks and the application and registrations thereof.

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NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Newman does hereby assign unto ABCSP all right, title and interest in the marks identified in U.S. Reg. Nos. 3,390,095, 3,385,112, 3,559,692, 3,563,168, and Serial No. 85027774, as well as the European Community Trade Mark Reg. No. 8243801, together with the goodwill of the business connected with the use of and symbolized by said trademarks, and the above identified application and registrations thereof.

| and symbolized by said trademarks, and th | e above identified application and registrations |
|---|--|
| thereof. | |
| | Michael Newman An Individual |
| | By: |
| | Date: 9/29/10 |
| Witness: | |
| STATE OF CALIFORNIA COUNTY OF | } su attached |
| the person known to me or proved to me | for the jurisdiction aforesaid, personally appeared to be the above signed MICHAEL NEWMAN, act and deed, all on this day of, |
| | Notary Public |
| My commission expires: | Date: |
| | |

Page 2 of 2

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

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| State of California | } |
| County of Daces | |
| on $9.24.2010$ hefore me \sqrt{a} | Like D. MGUITE hotary Pa |
| Date Delore Me, The | Here Insert Name and Tille of the Officer |
| personally appeared MIChael | Name(s) of Signer(s) |
| | |
| VALERIE O. MCGUIRE Commission # 1793262 Notary Public - California Placer County My Comm. Expires Mar 9, 2012 | who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that (e/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument. I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct. |
| | WITNESS my hand and official seal. |
| | 5 400 |
| Place Notary Seal Above | Signature Oll Signature of Notary Public |
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| Signer Is Representing: | Signer Is Representing: |
| | |
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