

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest in Trademarks

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
CLP Healthcare Services, Inc.		12/10/2010	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	CIT Healthcare LLC
Street Address:	11 West 42nd Street
City:	New York
State/Country:	NEW YORK
Postal Code:	10036
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 3

Property Type	Number	Word Mark
Serial Number:	85139055	AMENITY HOSPICE
Registration Number:	3628643	
Registration Number:	3628631	SERVING WITH HEARTFELT COMPASSION

CORRESPONDENCE DATA

Fax Number: 9192868199
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: 9192868118
 Email: pto_tmconfirmation@mvalaw.com
 Correspondent Name: Moore & Van Allen PLLC
 Address Line 1: 430 Davis Drive
 Address Line 2: Suite 500
 Address Line 4: Morrisville, NORTH CAROLINA 27560

ATTORNEY DOCKET NUMBER:	021363-31 JES
NAME OF SUBMITTER:	John E. Slaughter

OP \$90.00 85139055

Signature:	/John E. Slaughter/
Date:	01/18/2013
Total Attachments: 3 source=NGIS-T CLP#page1.tif source=NGIS-T CLP#page2.tif source=NGIS-T CLP#page3.tif	

**NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS**

United States Patent and Trademark Office

Gentlemen:

Please be advised that pursuant to the Amended and Restated Security and Pledge Agreement dated as of December 10, 2010 (as the same may be amended, modified, extended or restated from time to time, the "Security Agreement") by and among the GRANTORS thereto (each a "Grantor" and collectively, the "Grantors") and CIT HEALTHCARE LLC, in its capacity as administrative agent (the "Agent") for the holders of the Secured Obligations referenced therein (the "Lenders"), the undersigned Grantor has granted a continuing security interest in, and right to set off against, the trademarks and trademark applications shown below to the Agent for the benefit of the Lenders:

TRADEMARKS

<u>Registered Trademark</u>	<u>Trademark No.</u>	<u>Trademark Registration Date</u>
	See Schedule A attached hereto.	

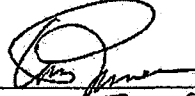
TRADEMARK APPLICATIONS

<u>Trademark Applied For</u>	<u>Trademark Application No.</u>	<u>Trademark Application Filing Date</u>
	See Schedule A attached hereto.	

The Grantors and the Agent, on behalf of the Lenders, hereby 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 Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

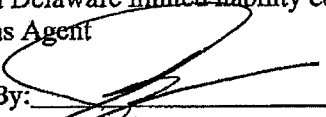
Very truly yours,

CLP HEALTHCARE SERVICES, INC., a Delaware
~~limited liability company~~ corporation

By: 
Name: Terry Jones
Title: CFO

Acknowledged and Accepted:

CIT HEALTHCARE LLC,
a Delaware limited liability company,
as Agent

By: 
Name: John Tracey
Title: DIRECTOR

Schedule A

CLP Healthcare Services, Inc.
(Delaware ~~Limited Liability Company~~
Corporation)

U.S. Trademarks

Registered Marks

MARK	REG. NO.	REG. DATE
Design only	3628643	05/26/09
SERVING WITH HEARTFELT COMPASSION	3628631	05/26/09

Pending Application

MARK	REG. NO.	REG. DATE
AMENITY HOSPICE	85139055	09/27/10