

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
Sound Inpatient Physicians, Inc.		12/20/2013	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Bank of America, N.A.		
Street Address:	530 Lytton Avenue, Suite 101		
City:	Palo Alto		
State/Country:	CALIFORNIA		
Postal Code:	94301		
Entity Type:	national banking association: UNITED STATES		
PROPERTY NUMBERS Total: 8			
Property Type	Number	Word Mark	
Registration Number:	3379373	EXCELSIS HEALTHCARE	
Registration Number:	3452619	PATIENTS. OUR GREATEST CONCERN PHYSICIAN	
Registration Number:	3517727	SIP HOSPITALIST INSTITUTE	
Registration Number:	3500965	SIP	
Registration Number:	3523270	SOUND INPATIENT PHYSICIANS	
Registration Number:	3523272	SOUND INPATIENT PHYSICIANS	
Serial Number:	85170723	SOUND PHYSICIANS	
Serial Number:	85170720	SOUND PHYSICIANS	
CORRESPONDENCE DATA			
Fax Number:	7044448857		
	<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>		
Phone:	7043432104		
Email:	twitcher@mcguirewoods.com		
Correspondent Name:	Terry L. Witcher, Paralegal		

OP \$215.00 3379373

Address Line 1: McGuireWoods LLP
Address Line 2: 201 N. Tryon Street, Suite 3000
Address Line 4: Charlotte, NORTH CAROLINA 28202

ATTORNEY DOCKET NUMBER: 4452178-3860

NAME OF SUBMITTER: Terry L. Witcher, Paralegal

Signature: /s/ Terry L. Witcher

Date: 01/02/2014

Total Attachments: 4
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**NOTICE OF GRANT OF SECURITY INTEREST
IN TRADEMARKS**

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Security and Pledge Agreement dated as of December 20, 2013 (as amended, modified, extended, restated, renewed, replaced, or supplemented from time to time, the "Agreement") and among the Grantors party thereto (each an "Grantor" and collectively, the "Grantors") and Bank of America, N.A. (the "Lender"), the undersigned Grantors have granted a continuing security interest in and continuing lien upon the trademarks and trademark applications shown on Schedule 1 attached hereto to the Lender.


The undersigned Grantors and the Lender hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (a) may only be terminated in accordance with the terms of the Agreement and (b) is not to be construed as an assignment of any trademark or trademark application.

[Remainder of page intentionally left blank; signature page follows.]

Dated this 20th day of December, 2013.

Very truly yours,

SOUND INPATIENT PHYSICIANS, INC.

By: 
Name: Dena Parker
Title: Chief Financial Officer

Acknowledged and Accepted:

BANK OF AMERICA, N.A.

By: _____
Name: John C. Plecque
Title: Senior Vice President

Notice of Grant of Security Interest in Trademarks
Signature Page

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TRADEMARK
REEL: 005184 FRAME: 0959

Dated this 20th day of December, 2013.

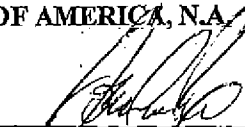
Very truly yours,

SOUND INPATIENT PHYSICIANS, INC.

By: _____
Name: Dena Parker
Title: Chief Financial Officer

Acknowledged and Accepted:

BANK OF AMERICA, N.A.

By:  _____
Name: John C. Plecoghe
Title: Senior Vice President

Schedule 1

Trademarks and Trademark Applications

Mark	App. No./ Filing Date	Reg. No./ Reg. Date	Status	Owner
EXCELSIS HEALTHCARE	78/694,597 8/17/2005	3,379,373 2/5/2008	Registered	Sound Inpatient Physicians, Inc.
PATIENTS. OUR GREATEST CONCERN PHYSICIANS. OUR GREATEST ASSET	77/261,502 8/22/2007	3,452,619 6/24/2008	Registered	Sound Inpatient Physicians, Inc.
SIP Hospitalist Institute	77/280,003 9/14/2007	3,517,727 10/14/2008	Registered	Sound Inpatient Physicians, Inc.
SIP LOGO	77/262,355 8/23/2007	3,500,965 9/16/2008	Registered	Sound Inpatient Physicians, Inc.
SOUND INPATIENT PHYSICIANS	77/261,427 8/22/2007	3,523,270 10/28/2008	Registered	Sound Inpatient Physicians, Inc.
SOUND INPATIENT PHYSICIANS and Logo	77/261,831 8/22/2007	3,523,272 10/28/2008	Registered	Sound Inpatient Physicians, Inc.
SOUND PHYSICIANS and Logo	85/170,723 11/5/2010	N/A	Application	Sound Inpatient Physicians, Inc.
SOUND PHYSICIANS	85/170,720 11/5/2010	N/A	Application	Sound Inpatient Physicians, Inc.