

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
ECP Holdings, LLC		01/01/2014	LIMITED LIABILITY COMPANY: OHIO
RECEIVING PARTY DATA			
Name:	Exact Care Operating, LLC		
Street Address:	9445 Rockside Road		
City:	Valley View		
State/Country:	OHIO		
Postal Code:	44125		
Entity Type:	LIMITED LIABILITY COMPANY: OHIO		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	4234080	EXACTPACK	
Registration Number:	4253221	EXACTCARE PHARMACY	
CORRESPONDENCE DATA			
Fax Number:	2162410816		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	216-622-8200		
Email:	ipdocket@calfee.com		
Correspondent Name:	Ryan W. Falk		
Address Line 1:	Calfee, Halter & Griswold LLP		
Address Line 2:	The Calfee Building, 1405 East 6th Street		
Address Line 4:	Cleveland, OHIO 44114-1607		
ATTORNEY DOCKET NUMBER:	35805/04000		
NAME OF SUBMITTER:	Carol A. Costanza		

Signature:	/carol a. costanza/
Date:	02/18/2014
Total Attachments: 2 source=02394070#page1.tif source=02394070#page2.tif	

ASSIGNMENT OF MARKS

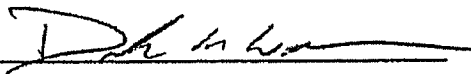
WHEREAS, ECP Holdings, LLC, a limited liability company organized and existing under the laws of the state of Ohio, with its head offices at 9445 Rockside Road, Valley View, Ohio 44125 ("Assignor"), is the owner of all right, title and interest in and to those certain marks that are Contributed Assets for purposes of a certain Contribution Agreement of even date herewith by and between, among others, the parties hereto (the "Marks"), including but not limited to the marks covered by the registrations identified on Schedule A hereto; and

WHEREAS, Exact Care Operating, LLC, a limited liability company organized and existing under the laws of the state of Ohio, with its head offices at 9445 Rockside Road, Valley View, Ohio 44125 ("Assignee"), is desirous of acquiring all right, title and interest in and to the Marks,

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, and intending to be legally bound, Assignor hereby contributes and delivers to Assignee, all right, title and interest in and to (i) the Marks, (ii) all registrations and/or applications for registration of the Marks, including but not limited to those identified on Schedule A hereto, (iii) all income, royalties, damages and payments now or hereafter due or payable with respect to the Marks, (iv) all rights of action arising from the Marks, including all claims for damages by reason of past, present and future infringement of the Marks and the right to sue and collect damages for such infringement, to be held and enjoyed by Assignee for its own use and benefit and for its successors and assigns as the same would have been held by Assignor had this assignment not been made, and (v) the goodwill of the business symbolized by the Marks.

ECP HOLDINGS, LLC

Date: January 1, 2014

By: 
Name: Dale Wallsehleg
Title: President and CEO

SCHEDULE A

<u>Country</u>	<u>Trademark</u>	<u>Reg. No./</u> <u>(Serial No.)</u>
U.S.	EXACTPACK	4,234,080
U.S.	EXACTCARE PHARMACY	4,253,221

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