

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM333543

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Elements Behavioral Health, Inc.		02/23/2015	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	EBH Acquisition Subsidiary, Inc.		
Street Address:	5000 E. SPRING STREET, SUITE 650		
City:	LONG BEACH		
State/Country:	CALIFORNIA		
Postal Code:	90815		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	4171782	THE RECOVERY PLACE	
CORRESPONDENCE DATA			
Fax Number:	8052301355		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	8052301350		
Email:	nabeloe@socalip.com		
Correspondent Name:	SoCal IP Law Group LLP		
Address Line 1:	310 N. Westlake Blvd., Suite 120		
Address Line 4:	Westlake Village, CALIFORNIA 91362		
ATTORNEY DOCKET NUMBER:	E026-T11710		
NAME OF SUBMITTER:	Nicole M. Abeloe		
SIGNATURE:	/Nicole M. Abeloe/		
DATE SIGNED:	02/27/2015		
Total Attachments: 1			
source=Trademark Assignment Agmt - The Recovery Place - Fully Executed#page1.tif			

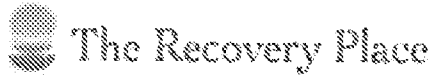
OP \$40.00 4171782

TRADEMARK ASSIGNMENT AGREEMENT

This TRADEMARK ASSIGNMENT AGREEMENT (this "Agreement") is entered into by and between Elements Behavioral Health, Inc., a Delaware corporation ("Elements" and "Assignor") and EBH Acquisition Subsidiary, Inc., a Delaware corporation ("EAS" and "Assignee"), and is made with respect to the following recitals and is made effective February 5, 2015.

WHEREAS, Elements, through its ownership of EAS, has used the mark THE RECOVERY PLACE and a related design (or logo) depicted below as trademarks and has thereby obtained goodwill in the marks (the "Assignor Trademarks").

WHEREAS, Assignor holds a registration of The Recovery Place logo, namely U.S. Trademark Registration No. 4171782 (the "Assignor Registration") depicted here.



WHEREAS, Assignee has become the successor of the ongoing and existing portion of Assignor's business related to the Assignor Trademarks.

In consideration of the premises, mutual covenants and agreements contained herein, the parties agree as follows:

Terms and Conditions

1. Assignor hereby sells, assigns and transfers to Assignee all of Assignor's right, title and interest in and to the Assignor Trademarks in any typeface, stylization, colors, and/or capitalization, and any US state, federal or foreign applications and registrations of the foregoing, including the Assignor Registration, and including the goodwill associated therewith (altogether, the "Assignor Trademark Rights"). Assignor will execute any additional documents reasonably necessary to affect the transfer of the Assignor Trademark Rights to Assignee.
2. Assignor acknowledges receipt of adequate consideration.
3. The validity, construction, and performance of this Agreement shall be governed by the laws of the State of California without regard to principles of conflicts of law.
4. The parties hereto are separate and independent legal entities. Nothing herein contained will be construed or deemed hereby to create a principal/agent relationship between the parties nor any form of partnership or joint venture.

Signatures

Elements Behavioral Health, Inc. (Assignor)

EBH Acquisition Subsidiary, Inc. (Assignee)

David Sack, President

David Sack, President

Date

2/23/15

Date

2/23/15