

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM335639

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	RELEASE OF SECURITY INTEREST		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Bank of Montreal		02/17/2015	Bank: CANADA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Loving Care Agency, Inc.		
<b>Street Address:</b>	611 Route 46 West		
<b>Internal Address:</b>	Suite 200		
<b>City:</b>	Hasbrouck Heights		
<b>State/Country:</b>	NEW JERSEY		
<b>Postal Code:</b>	07604		
<b>Entity Type:</b>	CORPORATION: NEW JERSEY		
<b>PROPERTY NUMBERS Total: 9</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3317512	LOVING CARE AGENCY	
<b>Registration Number:</b>	3279661	LOVING CARE AGENCY, INC.	
<b>Registration Number:</b>	3306812	LOVING CARE AGENCY, INC.	
<b>Registration Number:</b>	3378608	LOVING CARE	
<b>Registration Number:</b>	3267947	LOVING CARE PEDIATRIC HOMECARE	
<b>Registration Number:</b>	3260542	LOVING CARE PEDIATRIC HOMECARE	
<b>Registration Number:</b>	3260491	HELP BRING THE CHILDREN HOME...	
<b>Registration Number:</b>	3285952	KIND HEARTS...SKILLED HANDS	
<b>Registration Number:</b>	3260492	"TOUCHING LIVES AND MAKING A DIFFERENCE"	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	2123553333		
<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>			
<b>Phone:</b>	212-813-8800		
<b>Email:</b>	NY-TM-Admin@goodwinprocter.com		
<b>Correspondent Name:</b>	GOODWIN PROCTER LLP/Janis Nici		
<b>Address Line 1:</b>	620 Eighth Avenue		
<b>Address Line 4:</b>	New York, NEW YORK 10018		

OP \$240.00 3317512

<b>ATTORNEY DOCKET NUMBER:</b>	126633237122
<b>NAME OF SUBMITTER:</b>	Janis Nici
<b>SIGNATURE:</b>	/janis nici/
<b>DATE SIGNED:</b>	03/19/2015

**Total Attachments: 6**

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**TRADEMARK RELEASE AND REASSIGNMENT**

THIS TRADEMARK RELEASE AND REASSIGNMENT is made as of February 17, 2015, by Bank of Montreal, as administrative agent (in such capacity, "Administrative Agent"). Capitalized terms used but not defined herein shall have the same meanings assigned to such terms in the Security Agreements (as defined below).

WITNESSETH:

WHEREAS, Loving Care Agency, Inc., a New Jersey corporation ("Loving Care"), Andventure, Inc., a Pennsylvania corporation ("Andventure", together with Loving Care, "Grantors" and individually each a "Grantor"), LCA Holding, Inc., a Delaware corporation ("Company"), and Administrative Agent were parties to that certain Security Agreement dated as of August 20, 2008 and reaffirmed as of April 30, 2012 (the "SA"), (i) Loving Care was party to that certain Trademark Security Agreement dated as of April 30, 2012 in favor of the Administrative Agent (the "Loving TSA"), and (ii) Andventure was party to that certain Trademark Security Agreement dated as of April 30, 2012 in favor of the Administrative Agent ("Andventure TSA"; and together with the Loving TSA and SA, collectively, the "Security Agreements"), pursuant to which the Grantors granted a security interest to Administrative Agent in certain collateral, including interalia, the Trademark Collateral (as defined in each of the Loving TSA and the Andventure TSA, as applicable) as security for certain obligations owing by Grantors to Administrative Agent;

WHEREAS, the Loving TSA was recorded by the Trademark Division of the United States Patent and Trademark Office on April 30, 2012, at Reel 4767, Frame 0643;

WHEREAS, the Andventure TSA was recorded by the Trademark Division of the United States Patent and Trademark Office on April 30, 2012, at Reel 4767, Frame 0655; and

WHEREAS, Grantors have requested that Administrative Agent release its security interest in the Trademark Collateral and reassign any and all rights in the same to the Grantors.

NOW THEREFORE, for good and valuable consideration, receipt and sufficiency of which are hereby acknowledged:

1. Administrative Agent hereby releases its Lien on and security interest in all of each Grantor's right, title and interest in and to such Grantor's Trademark Collateral, including but not limited to, the following:

(a) all of its trademarks and trademark applications, including, without limitation, each trademark and trademark application listed on Schedule 1 hereto, and all renewals and extensions of the foregoing;

(b) all goodwill of the business connected with the use of, and symbolized by, each such trademark and trademark application; and

(c) all income, royalties and proceeds of the foregoing at any time due or payable or asserted under and with respect to the foregoing, including without limitation any claim by

Grantor against third parties for damages by reason of past, present or future infringement of any trademark or trademark application, in each case together with the right to sue for and collect said damages.

2. Administrative Agent hereby reassigns, grants and conveys to each Grantor, without any representation, recourse or undertaking by Administrative Agent, any and all of Administrative Agent's right, title and interest in and to the Trademark Collateral of such Grantor.

*[Signature Page Follows]*

Very truly yours,

**ADMINISTRATIVE AGENT:**

**BANK OF MONTREAL**

By: Adam Lively  
Name: **Adam Lively**  
Title: **Managing Director**

**SCHEDULE 1**

See attached.

**SCHEDULE A**

**1. REGISTERED TRADEMARKS**

Mark	Jurisdiction	Goods/Services	App. No. App. Date	Reg. No. Reg. Date	Owner
LOVING CARE AGENCY	USA	Service	78844416 3/23/2006	3317512 10/23/2007	Loving Care Agency, Inc.
LOVING CARE AGENCY, INC. & Design (Two hands inside heart)	USA	Service	78847043 3/27/2006	3279661 8/14/2007	Loving Care Agency, Inc.
LOVING CARE AGENCY, INC. & Design (One small heart, one large heart)	USA	Service	78844412 3/23/2006	3306812 10/9/2007	Loving Care Agency, Inc.
LOVING CARE	USA	Service	78844644 3/23/2006	3378608 2/5/2008	Loving Care Agency, Inc.
LOVING CARE PEDIATRIC HOMECARE	USA	Service	78844400 3/23/2006	3267947 7/24/2007	Loving Care Agency, Inc.
LOVING CARE PEDIATRIC HOMECARE & Design (Two hands inside heart)	USA	Service	78861840 4/14/2006	3260542 7/10/2007	Loving Care Agency, Inc.
HELP BRING THE CHILDREN HOME...	USA	Service	78845636 3/24/2006	3260491 7/10/2007	Loving Care Agency, Inc.
KIND HEARTS...SKILLED HANDS	USA	Service	78845640 3/24/2006	3285952 8/28/2007	Loving Care Agency, Inc.
"TOUCHING LIVES AND MAKING A DIFFERENCE"	USA	Service	78845659 3/24/2006	3260492 7/10/2007	Loving Care Agency, Inc.

**2. TRADEMARK APPLICATIONS**

Mark	Jurisdiction	App. No. App. Date	Reg. No. Reg. Date	Owner
None.				

**SCHEDULE A**

**1. REGISTERED TRADEMARKS**

Mark	Jurisdiction	Goods/ Services	App. No. App. Date	Reg. No. Reg. Date	Owner
LINKS2CARE	USA	Services	76456162 10/7/2002	2998617 9/20/2005	Andventure, Inc.

**2. TRADEMARK APPLICATIONS**

Mark	Jurisdiction	Goods/ Services	App. No. App. Date	Reg. No. Reg. Date	Owner
LINKS2CARE	USA	Services	85/420825 9/12/2011		Andventure, Inc.