

10-07-1998



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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

Document I.D. 100573827A

TRADEMARKS ONLY

1998 SEP 23 PM 1:09

To the Honorable Commissioner of Patents and Trademarks. Please record the attached original document or copy thereof.

86/826
MRI
9/28/98

1. Name of Party(ies) conveying an interest:
 Open MRI, Inc.
 3521 Investment Boulevard, Suite 5
 Hayward, California 94545-6867

Individual(s) Association
 General Partnership Limited Partnership
 Corporation California
 Other

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and Address of Party(ies) receiving an interest:

Name: NationsBank, N.A., As Agent
 Street Address: 101 N. Tryon Street - Independence Center
 Internal Address: 15th Floor - Attn: Agency Services
 City: Charlotte State: North Carolina Zip: 28255

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation _____
 Other National Banking Association

Additional name(s) & address(es) attached? Yes No

3. Nature of Conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other Correction To Notice of Grant of Security Interest In Trademarks
 Execution Date: October 14, 1997

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s): N/A

Additional numbers attached? Yes No

B. Trademark Registration No.(s): 2,042,504

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: M. Matthew Plyler, Esq.
 Internal Address: Moore & Van Allen, PLLC
Independence Center
 Street Address: 100 N. Tryon Street, Floor 47
 City: Charlotte State: NC ZIP: 28202-4003

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.4): \$ 40.00
 Enclosed
 Authorized to be charged to deposit account
 (Any Deficiency)

8. Deposit account number:
13-4365
 (Attach duplicate copy of this form if paying by deposit account):

DO NOT USE THIS SPACE

E

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

M. Matthew Plyler, Esq. M. Matthew Plyler 2/6/98
 Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments and document: _____

Mail documents to be recorded with required cover sheet information to:
 Commissioner of Patents and Trademarks
 Box Assignments
 Washington, D.C. 20231

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CERTIFICATE OF MAILING

I hereby certify that this paper is being deposited with the United States Postal Service as first class mail in an envelope addressed to the Commissioner Of Patent And Trademarks, Washington, DC 20231, BOX ASSIGNMENTS.

 (Typed or printed name of person signing the certificate)

 (Signature of the person signing the certificate)

 (Date of Signature)

11-19-1997



U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

100573827 original document or copy thereof.

To the Honorable Commissioner of

1. Name of Party conveying an interest:

Maxum Health Corp.

- Individual(s)
- General Partnership
- Corporation-State Delaware
- Other
- Association
- Limited Partnership

Additional name(s) of conveying parties attached? Yes No

3. Nature of Conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: October 14, 1997

4. Application number(s) or registration number(s):

a. Trademark No. 2,042,504, dated 3/4/97.

Additional numbers attached? Yes No

2. Name and Address of Party(ies) receiving an interest:

Name: NationsBank, N.A., as Agent

Internal Address:

ATTN: Agency Services

Street Address: 101 N. Tryon St. Independence Center, 15th Fl.

City: Charlotte State: NC Zip: 28255

- Individual(s) citizenship
- Association National Association
- General Partnership
- Limited Partnership
- Corporation-State
- Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designation must be a separate document from Assignment)

Additional name(s) & address(es) attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: M. Matthew Plyler, Esq.

Internal Address: Moore & Van Allen, PLLC

Street Address: NationsBank Corporate Center, 100 North Tryon Street, Floor 47

City: Charlotte State: NC ZIP: 28202-4003

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.4): \$ 40.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this form if paying by deposit account):

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9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

M. Matthew Plyler
Name of Person Signing

November 7, 1997
Date

Total number of pages including cover sheet, attachments and document: 3

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Typed or printed name of person signing certification

Signature

Date

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NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Gentlemen:

Please be advised that pursuant to the Security Agreement dated as of October 14, 1997 (the "Security Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and NationsBank, N.A., as Agent (the "Agent") for the lenders referenced therein (the "Lenders"), the undersigned Obligor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications shown below to the Agent for the ratable benefit of the Lenders:

TRADEMARKS

<u>Trademark No.</u>	<u>Description of Trademark Item</u>	<u>Date of Trademark</u>
2,042,504	(800) OPEN MRI	3/4/97

TRADEMARK APPLICATIONS

<u>Trademark Applications No.</u>	<u>Description of Trademark Applied For</u>	<u>Date of Trademark Applications</u>
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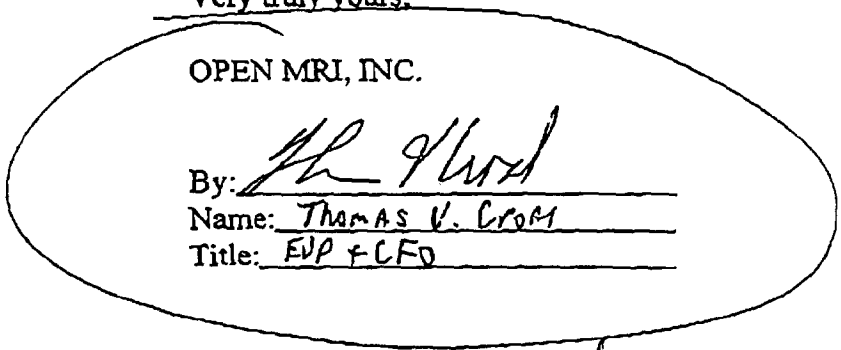
The Obligor and the Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

[Remainder of page intentionally left blank]

Very truly yours,

OPEN MRI, INC.

By: *Thomas V. Crom*
 Name: THOMAS V. CROM
 Title: VP & CFO



correct

Acknowledged and Accepted:

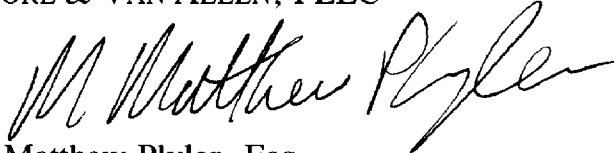
NATIONSBANK, N.A., as Agent

By: *Jan A. Schloper*
 Name: JAN A. SCHLOPER
 Title: ATTORNEY IN FACT

Please correct your records to reflect this error and forward to us a new Notice of Recordation of Assignment Document.

Sincerely yours,

MOORE & VAN ALLEN, PLLC

A handwritten signature in black ink, appearing to read "M. Matthew Plyler". The signature is written in a cursive, flowing style.

M. Matthew Plyler, Esq.

Attachment



UNITED STATES DEPARTMENT OF COMMERCE
Patent and Trademark Office
ASSISTANT SECRETARY AND COMMISSIONER
OF PATENTS AND TRADEMARKS
Washington, D.C. 20231

DECEMBER 30, 1997

PTAS



100573827A

MOORE & VAN ALLEN, PLLC
M. MATTHEW PLYLER, ESQ.
NATIONSBANK CORPORATE CENTER
100 NORTH TRYON STREET, FLOOR 47
CHARLOTTE, NC 28202-4003

UNITED STATES PATENT AND TRADEMARK OFFICE
NOTICE OF RECORDATION OF ASSIGNMENT DOCUMENT

THE ENCLOSED DOCUMENT HAS BEEN RECORDED BY THE ASSIGNMENT DIVISION OF THE U.S. PATENT AND TRADEMARK OFFICE. A COMPLETE MICROFILM COPY IS AVAILABLE AT THE ASSIGNMENT SEARCH ROOM ON THE REEL AND FRAME NUMBER REFERENCED BELOW.

PLEASE REVIEW ALL INFORMATION CONTAINED ON THIS NOTICE. THE INFORMATION CONTAINED ON THIS RECORDATION NOTICE REFLECTS THE DATA PRESENT IN THE PATENT AND TRADEMARK ASSIGNMENT SYSTEM. IF YOU SHOULD FIND ANY ERRORS OR HAVE QUESTIONS CONCERNING THIS NOTICE, YOU MAY CONTACT THE EMPLOYEE WHOSE NAME APPEARS ON THIS NOTICE AT 703-308-9723. PLEASE SEND REQUEST FOR CORRECTION TO: U.S. PATENT AND TRADEMARK OFFICE, ASSIGNMENT DIVISION, BOX ASSIGNMENTS, NORTH TOWER BUILDING, SUITE 10C35, WASHINGTON, D.C. 20231.

RECORDATION DATE: 11/13/1997

REEL/FRAME: 1655/0153
NUMBER OF PAGES: 3

BRIEF: SECURITY AGREEMENT

ASSIGNOR:
MAXUM HEALTH CORP.

DOC DATE: 10/14/1997
CITIZENSHIP: DELAWARE
ENTITY: CORPORATION

should be Open MRI

ASSIGNEE:
NATIONSBANK, N.A., AS AGENT
101 N. TRYON ST. INDEPENDENCE
CENTER, 15TH FL.
ATTN: AGENCY SERVICES
CHARLOTTE, NORTH CAROLINA 28255

CITIZENSHIP:
ENTITY: NATIONAL ASSOCIATION

APPLICATION NUMBER: 75004350
REGISTRATION NUMBER: 2042504

FILING DATE: 10/11/1995
ISSUE DATE: 03/04/1997

MARK: (800) OPEN MRI
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

1655/0153 PAGE 2

TARA WASHINGTON, EXAMINER
ASSIGNMENT DIVISION
OFFICE OF PUBLIC RECORDS