

MD

01-12-1999

TRADEMARKS ONLY

1-8-99



100939280

and Trademarks: TRADEMARKS ONLY  
it or copy thereof.

1. Name of Party(ies) conveying an  
Total Healthcare L.L.C.

and Address of Party(ies) receiving an  
 Vanguard Healthcare L.L.C.  
2 International Plaza, Suite 200  
Nashville, TN 37217

Entity:  
 Individual(s)  Association  
 General Partnership  Limited Partnership  
 Corporation - Tennessee  
 Other

Entity:  
 Individual(s)  Association  
 General Partnership  Limited Partnership  
 Corporation - Tennessee  
 Other

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

Citizenship: United States

If not domiciled in the United States, a  
domestic representative designation is  
attached:

Yes  No  N/A

(Designations must be a separate document from  
Assignment)

Additional name(s) and address(es) attached?

Yes  No

3. Interest Conveyed:  
 Assignment  Change of Name  
 Security Agreement  Merger  
 Other  
Execution Date: November 4, 1997

4. Application number(s) or registration number(s). Additional numbers attached?  
 Yes  No

A. Trademark Application No(s).

75/355241

B. Trademark Registration No(s).

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

Joseph N. Welch II  
Pattishall, McAuliffe, Newbury,  
Hilliard & Geraldson  
311 South Wacker Dr., Suite 5000  
Chicago, IL 60606

6. Total number of applications  
and registrations involved:

7. Total fee (37 CFR 3.41) \$40.00

Enclosed  Authorized to be charged to deposit account

8. Deposit account number:

16-0650

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

Fee Paid  
USPTO Sales Receipt  
Date Rec'd 00002 T.J. 1/8/99  
Name/Number: 75355241  
\$: 40 FC: 481  VISA MC DIS AMX

DO NOT USE THIS SPACE

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.

Joseph N. Welch II  
Name of Person Signing

*Joseph N. Welch II*  
Signature

1/7/99  
Date

Total number of pages including cover sheet:

TRADEMARK  
REEL: 1838 FRAME: 0139

Secretary of State

Corporations Section

James K. Polk Building, Suite 1800  
Nashville, Tennessee 37243-0306

BOOK 10675 P. 786

Box 37  
R. P. [unclear]

DATE: 11/05/97  
REQUEST NUMBER: 3407-0540  
TELEPHONE CONTACT: (615) 741-0537  
FILE DATE/TIME: 11/04/97 1624  
EFFECTIVE DATE/TIME: 11/04/97 1624  
CONTROL NUMBER: 0313551

TO:  
BOULT CUMMINGS CONNERS & BERRY PLC  
PO BOX 198062

8991 11/06 0101 Q3CHECK 5.00

NASHVILLE, TN 37219

RE:  
VANGUARD HEALTHCARE, LLC  
ARTICLES OF AMENDMENT - LIMITED LIABILITY COMPANY

THIS WILL ACKNOWLEDGE THE FILING OF THE ATTACHED DOCUMENT WITH AN EFFECTIVE DATE AS INDICATED ABOVE.

WHEN CORRESPONDING WITH THIS OFFICE OR SUBMITTING DOCUMENTS FOR FILING, PLEASE REFER TO THE LIMITED LIABILITY COMPANY CONTROL NUMBER GIVEN ABOVE. PLEASE BE ADVISED THAT THIS DOCUMENT MUST ALSO BE FILED IN THE OFFICE OF THE REGISTER OF DEEDS IN THE COUNTY WHEREIN A LIMITED LIABILITY COMPANY HAS ITS PRINCIPAL OFFICE IF SUCH PRINCIPAL OFFICE IS IN TENNESSEE.

0367412

IDENTIF. & REFERENCE

97 NOV - 6 PM 3: 56

FELIX Z. BAUGHN REGISTER  
DAVIDSON COUNTY, TN.

FOR: ARTICLES OF AMENDMENT - LIMITED LIABILITY COMPANY ON DATE: 11/05/97

FROM:  
BOULT, CUMMINGS, CONNERS & BERRY  
P. C. BOX 198062

RECEIVED: FEES \$10.00 \$0.00  
TOTAL PAYMENT RECEIVED: \$10.00

NASHVILLE, TN 37219-0000

RECEIPT NUMBER: 00002202536  
ACCOUNT NUMBER: 00000413



*Riley C. Darnell*

RILEY TRADEMARK  
SECRETARY OF STATE  
REEL: 1838 FRAME: 0140

**FILED**

1997 OCT 31 10 54 AM

BOOK 10675 PAGE 787

**Articles of Amendment**

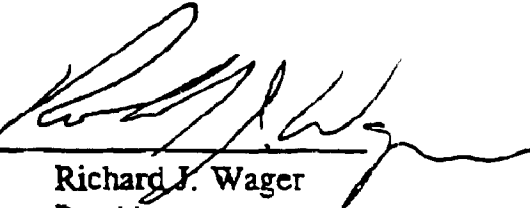
**Total Health Care, LLC**

97 NOV - 1 11 34  
SECRETARY OF STATE  
The undersigned, pursuant to the provisions of Section 48A-9-104 of the Tennessee Limited Liability Company Act, adopts the following Articles of Amendment to its limited liability company:

1. The name of the limited liability company is **Total Health Care, LLC** (the "LLC").
2. The Secretary of State Limited Liability Control Number for the LLC is 0313551.
3. The name of the LLC is hereby changed to **Vanguard Healthcare, LLC**.
4. This amendment was duly adopted by written consent of the Members dated October 31, 1997.

IN WITNESS WHEREOF, this Amendment is dated as of the 31st day of October, 1997, to be effective when filed by the Secretary of State of Tennessee.

TOTAL HEALTH CARE, LLC

By:   
Richard J. Wager  
President