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U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

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

1. Name of conveying party(ies):

Remuda Ranch Company

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

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: October 2, 2001

2. Name and address of receiving party(ies)

Name: Bank of America, N.A.

Internal Address: Mail Code: AZ1-200-22-32

Street Address: 201 E. Washington, 22nd Floor

City: Phoenix State: AZ Zip: 85004

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

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? Yes No

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,930,787

Additional number(s) attached Yes No

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

Name: Renee L. Mitchell

Internal Address:

Ryley Carlock & Applewhite

Suite 2700

Street Address: 101 North First Avenue

City: Phoenix State: AZ Zip: 85003

6. Total number of applications and registrations involved:

1

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

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

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

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.

Renee L. Mitchell

Name of Person Signing

Signature

Date Oct 30 2001

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

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

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TRADEMARK REEL: 002408 FRAME: 0168

COLLATERAL ASSIGNMENT OF REGISTRATION OF A MARK

WHEREAS, Remuda Ranch Center for Anorexia and Bulimia, Inc., a Delaware corporation with a place of business at Jack Burden Road, Box 2481, Wickenburg, Arizona 85358 ("RRCAB"), adopted and was the owner of and used in its business a mark (the "Mark") which is registered in the United States Patent and Trademark Office, Trademark Registration No. 1,930,787, with a registration date of October 31, 1995 (the "Registration"); and

WHEREAS, by Assignment of U.S. Trademark Registration dated July 12, 2001, RRCAB sold, assigned, conveyed and transferred its full and entire right, title and interest in and to the Mark and Registration, and all goodwill associated therewith, to REMUDA RANCH COMPANY, a Delaware corporation with an address at c/o Prospect Partners, LLC, 200 West Madison, Suite 2710, Chicago, Illinois 60606 ("Assignor"); and

WHEREAS, BANK OF AMERICA, N.A., a national banking association with an address at Arizona Commercial Banking, Mail Code AZ1-200-22-32, 201 East Washington, 22nd Floor, Phoenix, Arizona 85004 (the "Bank"), and Assignor have entered into a Business Loan Agreement dated as of July 10, 2001 (the "Loan Agreement"); and

WHEREAS, to secure all present and future Obligations of Assignor described in the Loan Agreement (the "Obligations"), Assignor has transferred and assigned to the Bank all general intangibles (including all trademarks), and has agreed to deliver to the Bank all the writings requested by the Bank to perfect and give public notice of the Bank's liens therein;

NOW, THEREFORE, for valuable consideration, receipt of which is acknowledged, and to secure all present and future Obligations, Assignor hereby collaterally assigns to the Bank, and grants a security interest to the Bank in, all present and future right, title and interest of Assignor in

and to the Mark and Registration, together with the goodwill of the business symbolized by the Mark, and all renewals thereof, rights to sue and recover for any past, present and future infringements thereof, and other proceeds thereof;

PROVIDED THAT, at such time as the Obligations have been fully paid and satisfied and Assignor has no remaining right to obtain any advance from the Line of Credit described in the Loan Agreement, the Bank will, upon written request by Assignor, provide to Assignor for filing with the United States Patent and Trademark Office a release of this Collateral Assignment.

REMUDA RANCH COMPANY

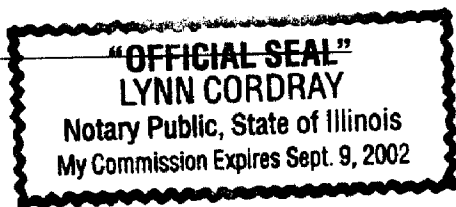
By *Edward H. Benford*
Edward H. Benford, Vice President

STATE OF Illinois)
County of Cook)ss.

The foregoing instrument was executed and acknowledged before me this 2nd day of October, 2001, by Edward H. Benford, a Vice President of REMUDA RANCH COMPANY, a Delaware corporation, on behalf of the corporation.

Lynn Cordray
Notary Public

My Commission Expires:



Commissioner of Patents and Trademarks

October 29, 2001

Page 2

If you have any questions, please feel free to call me at 602-440-4817.

Very truly yours,



Renee L. Mitchell

Enclosures