

RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

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

1. Name of conveying party(les):  
Commonwealth Associates, L.P.

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

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

2. Name and address of receiving party(les)  
Name: ProxyMed, Inc.  
Internal Address: \_\_\_\_\_  
Address: \_\_\_\_\_

Street Address: 2555 Davie Rd., Suite 110  
Ft. Lauderdale  
City: \_\_\_\_\_ State: FL Zip: 33317

Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation-State FL  
 Other \_\_\_\_\_

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

3. Nature of conveyance:

Assignment       Merger  
 Security Agreement       Change of Name  
 Other Release of Security Interest

Execution Date: November 24, 2003

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

A. Trademark Application No.(s) \_\_\_\_\_  
74/460716

Additional number(s) attached  Yes  No

B. Trademark Registration No.(s) 2244568,  
2273881, 2315342, 2327660, 2115912

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

Name: Michael J. Buchenhorner, Esq.  
Internal Address: c/o George W. Tuttle  
Holland & Knight LLP

Street Address: 10 St. James Avenue

City: Boston State: MA Zip: 02116

6. Total number of applications and registrations involved: ..... 12

7. Total fee (37 CFR 3.41).....\$ 315.00

Enclosed  
 Authorized to be charged to deposit account

8. Deposit account number:  
502324

DO NOT USE THIS SPACE

9. Signature.

GEORGE W. TUTTLE      *George W. Tuttle*      12/8/2003  
 Name of Person Signing      Signature      Date

Total number of pages including cover sheet, attachments, and document: 9

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

CH \$315.00 502324 74460716

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Additional Conveying Parties:

E & M RP Trust, a California trust

Siam Partners II, a California partnership

Tahoe Partnership, a California general partnership

ZWD Investment LLC, a New Jersey limited liability company

RMC Capital, LLC, a Georgia limited liability company

Ingleside Company, a New York general partnership

CRM US Value Fund Ltd., a New York general partnership

CRM Retirement Partners, LP, a Delaware limited partnership

CRM Partners, LP, a Delaware limited partnership

CRM Microcap Fund, LP, a Delaware limited partnership

CRM Madison Partners, LP, a Delaware limited partnership

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Additional Receiving Parties:

Key Communications Service, Inc., an Indiana corporation  
2633 Grantline Road  
New Albany, IN 47150

WPJ, Inc., a California corporation (d/b/a Integrated Medical Systems)  
2555 Davie Road, Suite 110  
Fr. Lauderdale, FL 33317

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Additional numbers:

Trademark Registration Nos.

2092571

2240913

2041188

1936502

2483717

2234172

# 1423579\_v1

RELEASE OF SECURITY INTEREST

WHEREAS, ProxyMed, Inc., a Florida corporation ("ProxyMed"), Key Communications Service, Inc., an Indiana corporation ("Key") and WPJ, Inc. (d/b/a Integrated Medical Systems), a California corporation ("WPJ" and together ProxyMed and Key, the "Debtors"), granted a security interest pursuant to a Security Agreement dated June 15, 2000, in favor of Commonwealth Associates, L.P., a New York limited partnership ("Commonwealth") as trustee for the holders of notes, which holders are listed on Schedule 1 attached hereto and incorporated in this Release by reference (the "Security Agreement");

WHEREAS, the aforesaid security interest included as collateral the trademarks, associated goodwill therein, and trademark registrations shown on Schedule 2 attached hereto and incorporated in this Release by reference (the "Trademarks"); and

WHEREAS, the aforesaid security interest was recorded on June 22, 2000, at Reel No. 2105, Frame No. 0805 in the Assignment Branch, United States Patent and Trademark Office; and

WHEREAS, the debt secured by the Security Agreement has been satisfied in full;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Commonwealth, as trustee for the holders of notes listed on Schedule 1, hereby releases and discharges in full the security interest granted in the Security Agreement, and any other document created in favor of Commonwealth, with respect to the security interest in the Trademarks and any and all subsequently existing or acquired trademarks and registrations thereof and associated goodwill therein.

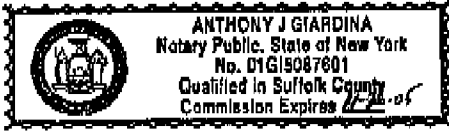
COMMONWEALTH ASSOCIATES, L.P.,  
a New York limited partnership

By: Carl Kleidman  
Name: Carl Kleidman  
Title: Managing Director

STATE OF New York )  
 ) SS.  
COUNTY OF Suffolk )

Signed and sworn (or affirmed) to before me on November 24, 2003 by  
Carl Kleinman as Managing Director of  
COMMONWEALTH ASSOCIATES, L.P., a New York limited partnership on behalf of such  
limited partnership.

(Seal)



  
Signature of Notary Public

My Commission Expires: 11/30/05

## SCHEDULE I

Commonwealth Associates, L.P. (a New York limited partnership)  
830 Third Avenue  
New York, New York 10022

E & M RP Trust, a California trust  
655 Brea Canyon Road  
Walnut, CA 91789

Siam Partners II, a California partnership  
655 Brea Canyon Road  
Walnut, CA 91789

Tahoe Partnership, a California general partnership  
655 Brea Canyon Road  
Walnut, CA 91789

ZWD Investment LLC, a New Jersey limited liability company  
One State Street Plaza  
New York, NY 10004

RMC Capital, LLC, a Georgia limited liability company  
3291 North Buffalo Drive, Suite 8  
Las Vegas, NV 89129

Ingleside Company, a New York general partnership  
707 Westchester Avenue  
White Plains, NY 10604

CRM US Value Fund Ltd., a New York general partnership  
707 Westchester Avenue  
White Plains, NY 10604

CRM Retirement Partners, LP, a Delaware limited partnership  
707 Westchester Avenue  
White Plains, NY 10604

CRM Partners, LP, a Delaware limited partnership  
707 Westchester Avenue  
White Plains, NY 10604

CRM Microcap Fund, LP, a Delaware limited partnership  
707 Westchester Avenue

White Plains, NY 10604

CRM Madison Partners, LP, a Delaware limited partnership  
707 Westchester Avenue  
White Plains, NY 10604



## SCHEDULE 2

### United States Trademark Registrations

<u>Serial No.</u>	<u>Reg. No.</u>	<u>Mark</u>
75-445,515	2,244,568	CLINSCAN
75-445,514	2,273,881	PROXYNET (stylized letters)
75-402,610	2,315,342	K (and design)
75-385,833	2,327,660	TURNKEY (and design)
75-188,737	2,115,912	KEY ELECTRONICS
75-030,801	2,092,571	KEYLAB
74-698,380	2,240,913	RXRECEIVE
74-650,149	2,041,188	PROXYSCRIPT
74-509,527	1,936,502	PRE-SCRIBE
74-460,716	NONE*	PROXYMED PHARMACY
75-915,795	2,483,717	EMPOWERING PHYSICIANS WITH E-SOLUTIONS
75-445,517	2,234,172	PROXYCARE

\* Registration was abandoned – No Statement of Use Filed – May 30, 1995

# 1354375\_v2