

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
SUNRISE SENIOR LIVING MANAGEMENT, INC.		03/13/2008	CORPORATION: VIRGINIA
RECEIVING PARTY DATA			
Name:	BANK OF AMERICA, N.A.		
Street Address:	Mail Code: FL1-400-07-02, P.O. BOX 31590 (33631-3590)		
Internal Address:	101 E. Kennedy Blvd., 7th Floor		
City:	Tampa		
State/Country:	FLORIDA		
Postal Code:	33602		
Entity Type:	National Banking Association: UNITED STATES		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	2194304	EDENBROOK	
Registration Number:	2194303	EDENTERRACE	
Registration Number:	2194302	EDENGARDENS	
CORRESPONDENCE DATA			
Fax Number:	(202)783-6031		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	(202) 783-6040		
Email:	PTO-TM-Email@rothwellfigg.com		
Correspondent Name:	Rothwell, Figg, Ernst & Manbeck, pc		
Address Line 1:	1425 K Street NW		
Address Line 2:	Suite 800		
Address Line 4:	Washington, DISTRICT OF COLUMBIA 20005		
ATTORNEY DOCKET NUMBER:	1419-191		

CH \$90.00 2194304

NAME OF SUBMITTER:	Anne M. Sterba
Signature:	/Anne M. Sterba/
Date:	01/23/2009
Total Attachments: 4 source=1419-191N2#page1.tif source=1419-191N2#page2.tif source=1419-191N2#page3.tif source=1419-191N2#page4.tif	

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 to be effective as of March 13, 2008 (as the same may be amended, modified, extended, renewed, restated, supplemented, or replaced from time to time, "Security Agreement;" terms defined in the Security Agreement shall have the same meanings in this Notice), by the undersigned **SUNRISE SENIOR LIVING MANAGEMENT, INC.**, a Virginia corporation ("Pledgor"), Sunrise Senior Living, Inc., a Delaware corporation, Sunrise Senior Living Investments, Inc., a Virginia corporation, Sunrise Development Inc., a Virginia corporation, and Sunrise Senior Living Services, Inc., a Delaware corporation, for the benefit of **BANK OF AMERICA, N.A.**, a national banking association, in its capacity as administrative agent (in such capacity, the "Agent") for the "Lenders" that are parties to the Credit Agreement, and in its capacity as Swing Line Lender and Letter of Credit Issuer, for itself and such Lenders (the Agent, the Swing Line Lender, the Letter of Credit Issuer, and the Lenders, collectively, the "Secured Parties"), whose mailing address and location is Bank of America, N.A., Mail Code: FL1-400-07-02, P.O. Box 31590 (33631-3590), 101 E. Kennedy Blvd., 7th Floor, Tampa, Florida 33602, Attn: Daniel Langelier, Senior Vice President, the undersigned Pledgor has granted to the Agent for the benefit of the Secured Parties a continuing security interest in and continuing lien upon, and hereby grants to the Agent for the benefit of the Secured Parties a continuing security interest in and to, the trademarks and trademark applications described on Exhibit A attached hereto, and all proceeds and products thereof.

The Pledgor and the Agent, on behalf of the Secured Parties, hereby acknowledge and agree that the security interest in the aforesaid trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Security Agreement, (ii) is not to be construed as an assignment of any trademark or trademark application, and (iii) the rights and remedies of the Secured Parties with respect thereto are more fully set forth in the Security Agreement, the terms and provisions of which are incorporated by reference herein as if fully set forth herein.

Very truly yours,

**SUNRISE SENIOR LIVING
MANAGEMENT, INC.,**
A Virginia Corporation

By:


Name: John F. Gaul
Title: Vice President

Address:
7902 Westpark Drive
McLean, Virginia 22102

Acknowledged and Accepted:

BANK OF AMERICA, N.A.,
as Agent

By: _____
Name: _____
Title: _____

Very truly yours,

**SUNRISE SENIOR LIVING
MANAGEMENT, INC.,**
A Virginia Corporation

By: _____
Name: _____
Title: _____

Address:
7902 Westpark Drive
McLean, Virginia 22102

Acknowledged and Accepted:

BANK OF AMERICA, N.A.,
as Agent

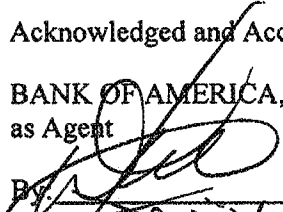
By: 
Name: DANIEL LAUGEL
Title: SR VICE PRESIDENT

EXHIBIT A TO NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS

U.S. Trademark Registrations Owned By: Sunrise Senior Living Management, Inc.

Trademark	Application Number	Filing Date	Registration Number	Issue Date
EDENBROOK	75/267,496	4/1/1997	2,194,304	10/6/1998
EDENTERRACE	75/267,246	4/1/1997	2,194,303	10/6/1998
EDENGARDENS	75/267,240	4/1/1997	2,194,302	10/6/1998