

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	Correct the assignment to replace the schedule in the security agreement originally filed in Reel/Frame 4419/0028

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
SHG SERVICES, INC.		10/18/2010	CORPORATION: DELAWARE
SUNMARK OF NEW MEXICO, INC.		10/18/2010	CORPORATION: NEW MEXICO
CAREERSTAFF UNLIMITED, INC.		10/18/2010	CORPORATION: DELAWARE
SUNBRIDGE HEALTHCARE CORPORATION		10/18/2010	CORPORATION: NEW MEXICO
SOLAMOR HOSPICE CORPORATION		10/18/2010	CORPORATION: OKLAHOMA

**RECEIVING PARTY DATA**

<b>Name:</b>	CREDIT SUISSE AG, CAYMAN ISLANDS BRANCH, AS COLLATERAL AGENT
<b>Street Address:</b>	11 Madison Avenue
<b>City:</b>	New York
<b>State/Country:</b>	NEW YORK
<b>Postal Code:</b>	10010
<b>Entity Type:</b>	Bank: SWITZERLAND

**PROPERTY NUMBERS Total: 9**

Property Type	Number	Word Mark
Registration Number:	3690404	
Registration Number:	2003994	SUNDANCE
Registration Number:	3579297	SUNBRIDGE
Registration Number:	3644828	CARING IS THE KEY IN LIFE
Registration Number:	2175242	CAREERSTAFF UNLIMITED
Registration Number:	3545505	REHAB RECOVERY SUITES
Registration Number:	2202082	SUNBRIDGE
Registration Number:	3418934	SOL AMOR HOSPICE

**900180531**

**TRADEMARK  
 REEL: 004447 FRAME: 0616**

**OP \$240.00 3690404**

Serial Number:

76669046

SOLAMOR

**CORRESPONDENCE DATA**

Fax Number: (866)826-5420

*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*

Phone: 3016380511

Email: ipresearchplus@comcast.net

Correspondent Name: IP Research Plus, Inc.

Address Line 1: 21 Tadcaster Circle

Address Line 2: Attn: Penelope J.A. Agodoa

Address Line 4: Waldorf, MARYLAND 20602

ATTORNEY DOCKET NUMBER:

36528

NAME OF SUBMITTER:

Penelope J.A. Agodoa

Signature:

/pja/

Date:

01/05/2011

**Total Attachments: 16**

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## RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

**1. Name of conveying party(ies):**

SHG SERVICES, INC.

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

Citizenship (see guidelines) DEAdditional names of conveying parties attached?  Yes  No**3. Nature of conveyance / Execution Date(s) :**

Execution Date(s) \_\_\_\_\_

- Assignment       Merger  
 Security Agreement     Change of Name  
 Other Correct the assignment to replace the schedule in the security agreement originally filed in Reel/Frame 4419/0028.

**2. Name and address of receiving party(ies)**Additional names, addresses, or citizenship attached?  Yes  
 NoName: CREDIT SUISSE AG, CAYMAN ISLANDS BRANCH, AS COLLATERAL AGENT

Internal Address: \_\_\_\_\_

Street Address: 11 MADISON AVENUECity: NEW YORKState: NYCountry: USA Zip: 10010

- Association    Citizenship \_\_\_\_\_  
 General Partnership    Citizenship \_\_\_\_\_  
 Limited Partnership    Citizenship \_\_\_\_\_  
 Corporation    Citizenship \_\_\_\_\_  
 Other BANK    Citizenship USA

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)

**4. Application number(s) or registration number(s) and identification or description of the Trademark.**A. Trademark Application No.(s)  
PLEASE SEE ATTACHED SCHEDULEB. Trademark Registration No.(s)  
PLEASE SEE ATTACHED SCHEDULEAdditional sheet(s) attached?  Yes  No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

**5. Name & address of party to whom correspondence concerning document should be mailed:**Name: IP Research Plus

Internal Address: \_\_\_\_\_

Attn: Penelope J.A. Agodoa

Street Address: \_\_\_\_\_

21 Tadcaster CircleCity: WaldorfState: MD Zip: 20602Phone Number: 301-638-0511Fax Number: 866-826-5420Email Address: orders@ipresearchplus.com**6. Total number of applications and registrations involved:**9**7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ \_\_\_\_\_**

- Authorized to be charged by credit card  
 Authorized to be charged to deposit account  
 Enclosed

**8. Payment Information:**a. Credit Card    Last 4 Numbers \_\_\_\_\_  
Expiration Date \_\_\_\_\_

b. Deposit Account Number \_\_\_\_\_

Authorized User Name \_\_\_\_\_

**9. Signature:**

Signature

JANUARY 4, 2011

Date

ERIC SPIERER

Name of Person Signing

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

16

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:  
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

Schedule II

I. Trademarks

<u>Registered Owner</u>	<u>Mark</u>	<u>Registration Number</u>	<u>Expiration Date</u>
Sunmark of New Mexico, Inc.	Design used by Sun Healthcare Group, Inc.	3690404	9/29/2016
	SunDance	2003994	10/01/2016
	SunBridge	3579297	02/24/2015
	Caring is the Key in Life	3644828	6/23/2015
CareerStaff Unlimited, Inc.	CareerStaff Unlimited	2175242	07/21/2018
SunBridge Healthcare Corporation	Rehab Recovery Suites	3545505	12/09/2014
	SunBridge	2202082	11/03/2018
SolAmor Hospice Corporation	SolAmor	76669046	04/29/2014
	Design used by SolAmor	3418934	04/29/2014

II. Trademark Applications

NONE

III. Trademark Licenses

NONE

IP Research Plus, Inc.

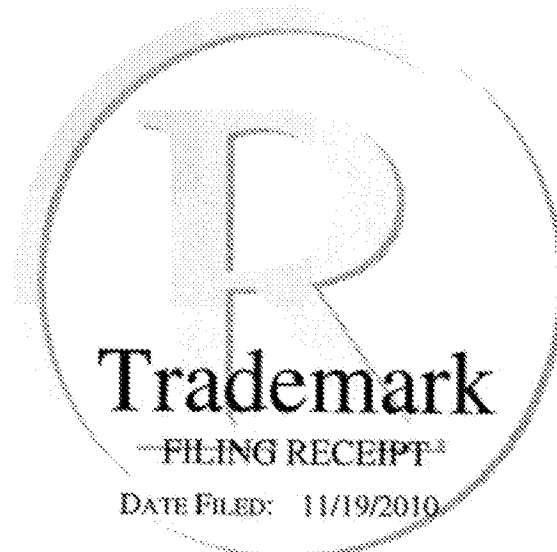
**IPRPlus**

21 Tadcaster Circle

Waldorf, MD 20602

301-638-0511 phone

866-826-5428 fax



DATE FILED: 11/19/2010

JURISDICTION: U.S. Trademark Office

TYPE OF DOCUMENT: Security Agreement

PARTIES: SHG SERVICES, INC. ET AL  
CREDIT SUISSE AG, CAYMAN ISLANDS...

FILING FEE: \$215.00

TRADEMARK NUMBER: 3690404 and 7 others

REEL / FRAME: 4419/0028

ORDER DATE: 11/16/2010

CONTACT: Mr. Eric Spierer

COMPANY: Cravath Swaine & Moore LLP

ORDER NUMBER: 5865-734

Preparing Researcher: Bonnie Grollman

The information herein is believed by IP Research Plus, Inc. to be reliable and has been obtained from public sources believed to be reliable, but no representation is made as to the accuracy or completeness of such information. This report is provided for informational purposes only and is not to be construed as a legal opinion or advisement. IP Research Plus, Inc. hereby expressly disclaims all warranty of merchantability for a particular purpose; liability is limited to the amount paid by you for applicable service(s).

Thank you for your business!

**TRADEMARK**

**REEL: 004447 FRAME: 0620**



**UNITED STATES PATENT AND TRADEMARK OFFICE**

UNDER SECRETARY OF COMMERCE FOR INTELLECTUAL PROPERTY AND  
DIRECTOR OF THE UNITED STATES PATENT AND TRADEMARK OFFICE

DECEMBER 15, 2010

PTAS

IP RESEARCH PLUS, INC.  
21 TADCASTER CIRCLE  
ATTN: PENELOPE J.A. AGODOA  
WALDORF, MD 20602



\*900175935\*

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 571-272-3350. PLEASE SEND REQUEST FOR CORRECTION TO: U.S. PATENT AND TRADEMARK OFFICE, MAIL STOP: ASSIGNMENT SERVICES BRANCH, P.O. BOX 1450, ALEXANDRIA, VA 22313.

RECORDATION DATE: 11/19/2010

REEL/FRAME: 004419/0028

NUMBER OF PAGES: 10

BRIEF: SECURITY AGREEMENT

DOCKET NUMBER: 36369

ASSIGNOR:

SHG SERVICES, INC.

DOC DATE: 10/18/2010

CITIZENSHIP: DELAWARE

ENTITY: CORPORATION

ASSIGNOR:

SUNMARK OF NEW MEXICO, INC.

DOC DATE: 10/18/2010

CITIZENSHIP: NEW MEXICO

ENTITY: CORPORATION

ASSIGNOR:

CAREERSTAFF UNLIMITED, INC.

DOC DATE: 10/18/2010

CITIZENSHIP: DELAWARE

ENTITY: CORPORATION

ASSIGNOR:

SUNBRIDGE HEALTHCARE CORPORATION

DOC DATE: 10/18/2010  
CITIZENSHIP: NEW MEXICO  
ENTITY: CORPORATION

ASSIGNOR:

SOLAMOR HOSPICE CORPORATION

DOC DATE: 10/18/2010  
CITIZENSHIP: OKLAHOMA  
ENTITY: CORPORATION

ASSIGNEE:

CREDIT SUISSE AG, CAYMAN ISLANDS  
BRANCH, AS COLLATERAL AGENT  
11 MADISON AVENUE  
NEW YORK, NEW YORK 10010

CITIZENSHIP: SWITZERLAND  
ENTITY: BANK

SERIAL NUMBER: 75238479  
REGISTRATION NUMBER: 2202082

FILING DATE: 02/07/1997  
ISSUE DATE: 11/03/1998

MARK: SUNBRIDGE

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

SERIAL NUMBER: 76669046  
REGISTRATION NUMBER: 3418932

FILING DATE: 11/15/2006  
ISSUE DATE: 04/29/2008

MARK: SOLAMOR

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN BLOCK FORM

SERIAL NUMBER: 77541565  
REGISTRATION NUMBER: 3690404

FILING DATE: 08/07/2008  
ISSUE DATE: 09/29/2009

MARK:

DRAWING TYPE: MISCELLANEOUS DESIGN

SERIAL NUMBER: 74641024  
REGISTRATION NUMBER: 2003994

FILING DATE: 03/02/1995  
ISSUE DATE: 10/01/1996

MARK: SUNDANCE

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

004419/0028 PAGE 3

SERIAL NUMBER: 77541478  
REGISTRATION NUMBER: 3644828

FILING DATE: 08/07/2008  
ISSUE DATE: 06/23/2009

MARK: CARING IS THE KEY IN LIFE  
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN BLOCK FORM

SERIAL NUMBER: 74567789  
REGISTRATION NUMBER: 2175242

FILING DATE: 08/30/1994  
ISSUE DATE: 07/21/1998

MARK: CAREERSTAFF UNLIMITED  
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

SERIAL NUMBER: 77251631  
REGISTRATION NUMBER: 3545505

FILING DATE: 08/09/2007  
ISSUE DATE: 12/09/2008

MARK: REHAB RECOVERY SUITES  
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN BLOCK FORM

SERIAL NUMBER: 77481976  
REGISTRATION NUMBER: 3579297

FILING DATE: 05/23/2008  
ISSUE DATE: 02/24/2009

MARK: SUNBRIDGE  
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN BLOCK FORM

SHIRLIE SIMON, EXAMINER  
ASSIGNMENT SERVICES BRANCH  
PUBLIC RECORDS DIVISION



**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

11/19/2010  
 900175935

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Security Agreement

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
SHG SERVICES, INC.		10/18/2010	CORPORATION: DELAWARE
SUNMARK OF NEW MEXICO, INC.		10/18/2010	CORPORATION: NEW MEXICO
CAREERSTAFF UNLIMITED, INC.		10/18/2010	CORPORATION: DELAWARE
SUNBRIDGE HEALTHCARE CORPORATION		10/18/2010	CORPORATION: NEW MEXICO
SOLAMOR HOSPICE CORPORATION		10/18/2010	CORPORATION: OKLAHOMA

**RECEIVING PARTY DATA**

Name:	CREDIT SUISSE AG, CAYMAN ISLANDS BRANCH, AS COLLATERAL AGENT
Street Address:	11 Madison Avenue
City:	NEW YORK
State/Country:	NEW YORK
Postal Code:	10010
Entity Type:	Bank: SWITZERLAND

**PROPERTY NUMBERS Total: 8**

Property Type	Number	Word Mark
Registration Number:	3690404	
Registration Number:	2003994	SUNDANCE
Registration Number:	3644828	CARING IS THE KEY IN LIFE
Registration Number:	2175242	CAREERSTAFF UNLIMITED
Registration Number:	3545505	REHAB RECOVERY SUITES
Serial Number:	75238479	SUNBRIDGE
Serial Number:	76689046	SOLAMOR
Registration Number:	3579297	SUNBRIDGE

OP. \$215.00 3690404

**CORRESPONDENCE DATA**

Fax Number: (866)826-5420  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 3016380511  
Email: ipresearchplus@comcast.net  
Correspondent Name: IP Research Plus, Inc.  
Address Line 1: 21 Tadcaster Circle  
Address Line 2: Attn: Penelope J.A. Agodoa  
Address Line 4: Waldorf, MARYLAND 20602

ATTORNEY DOCKET NUMBER:	36369
NAME OF SUBMITTER:	Penelope J.A. Agodoa
Signature:	/pja/
Date:	11/19/2010

Total Attachments: 8  
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**NAMES OF ADDITIONAL CONVEYING PARTIES FOR THE TRADEMARK  
SECURITY AGREEMENT:**

SUNMARK OF NEW MEXICO, INC. — A NEW MEXICO CORPORATION  
101 SUN AVE. NE  
ALBUQUERQUE, NM 87109

CAREERSTAFF UNLIMITED, INC. — A DELAWARE CORPORATION  
8615 FREEPORT PKWY, SUITE 225  
IRVING, TX 75063

SUNBRIDGE HEALTHCARE CORPORATION — A NEW MEXICO  
CORPORATION  
18831 VON KARMAN, SUITE 400  
IRVINE, CA 92612

SOLAMOR HOSPICE CORPORATION — A OKLAHOMA CORPORATION  
1405 W. CENTER ST., SUITE 205  
GREENWOOD, AR 72936

TRADEMARK SECURITY AGREEMENT dated as of October 18, 2010 (this "*Agreement*"), among SHG SERVICES, INC., a Delaware corporation to be renamed SUN HEALTHCARE GROUP, INC. (the "*Borrower*"), the Subsidiaries listed on Schedule I hereto (the "*Subsidiary Parties*") and Credit Suisse AG, as Collateral Agent (in such capacity, the "*Collateral Agent*").

Reference is made to (a) the Guarantee and Collateral Agreement dated as of October 18, 2010 (as amended, supplemented or otherwise modified from time to time, the "*Security Agreement*"), among Sun Healthcare Group, Inc., a Delaware corporation ("*Old Sun*"), the Borrower, the Subsidiaries from time to time party thereto and the Collateral Agent and (b) the Credit Agreement dated as of October 18, 2010 (as amended, supplemented or otherwise modified from time to time, the "*Credit Agreement*"), among Old Sun, the Borrower, the Lenders party thereto and Credit Suisse AG, as administrative agent and collateral agent. The Lenders have agreed to extend credit to the Borrower subject to the terms and conditions set forth in the Credit Agreement. The obligations of the Lenders to extend such credit are conditioned upon, among other things, the execution and delivery of this Agreement. The Subsidiary Parties are affiliates of the Borrower, will derive substantial benefits from the extension of credit to the Borrower pursuant to the Credit Agreement and are willing to execute and deliver this Agreement in order to induce the Lenders to extend such credit. Accordingly, the parties hereto agree as follows:

SECTION 1. Terms. Capitalized terms used in this Agreement and not otherwise defined herein have the meanings specified in the Credit Agreement or, as the case may be, the Security Agreement. The rules of construction specified in Section 1.01(b) of the Security Agreement also apply to this Agreement.

SECTION 2. Grant of Security Interest. As security for the payment or performance, as the case may be, in full of the Obligations, each Grantor, pursuant to the Security Agreement, did and hereby does grant to the Collateral Agent, its successors and assigns, for the benefit of the Secured Parties, a security interest in, all right, title or interest in or to any and all of the following assets and properties now owned or at any time hereafter acquired by such Grantor or in which such Grantor now has or at any time in the future may acquire any right, title or interest (collectively, the "*Trademark Collateral*"):

(a) all trademarks, service marks, trade names, corporate names, company names, business names, fictitious business names, trade styles, trade dress, logos, other source or business identifiers, designs and general intangibles of like nature, now existing or hereafter adopted or acquired, all registrations and recordings thereof, and all registration and recording applications filed in connection therewith, including registrations and registration applications in the United States Patent and Trademark Office or any similar offices in any State of the United

States, and all extensions or renewals thereof, including those listed on Schedule I (the "*Trademarks*");

(b) all goodwill associated with or symbolized by the Trademarks; and

(c) all assets, rights and interests that uniquely reflect or embody the Trademarks.

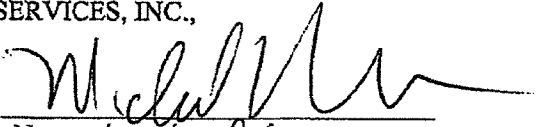
SECTION 3. Security Agreement. The security interests granted to the Collateral Agent herein are granted in furtherance, and not in limitation of, the security interests granted to the Collateral Agent pursuant to the Security Agreement. Each Grantor hereby acknowledges and affirms that the rights and remedies of the Collateral Agent with respect to the Trademark Collateral are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein. In the event of any conflict between the terms of this Agreement and the Security Agreement, the terms of the Security Agreement shall govern.

*[Remainder of this page intentionally left blank]*

IN WITNESS WHEREOF, the parties hereto have duly executed this Agreement as of the day and year first above written.

SHG SERVICES, INC.,

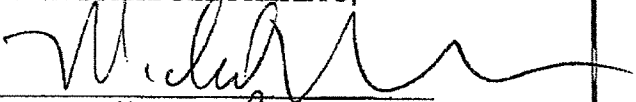
by



Name: Michael Newman  
Title: Vice President

EACH OF THE SUBSIDIARIES LISTED ON SCHEDULE I HERETO,

by



Name: Michael Newman  
Title: Vice President

CREDIT SUISSE AG, CAYMAN ISLANDS BRANCH, as Collateral Agent,

by

Name: \_\_\_\_\_  
Title: \_\_\_\_\_

by

Name: \_\_\_\_\_  
Title: \_\_\_\_\_

[Company Signature Page to the Trademark and Security Agreement]

IN WITNESS WHEREOF, the parties hereto have duly executed this Agreement as of the day and year first above written.

SHG SERVICES, INC.,

by

\_\_\_\_\_  
Name:  
Title:

EACH OF THE SUBSIDIARIES  
LISTED ON SCHEDULE I HERETO,

by

\_\_\_\_\_  
Name:  
Title:

CREDIT SUISSE AG, CAYMAN  
ISLANDS BRANCH, as Collateral Agent,

by

  
\_\_\_\_\_  
Name: ROBERT HETU  
Title: MANAGING DIRECTOR

by

  
\_\_\_\_\_  
Name:  
Title: **Rahul Parmar**  
**Associate**

[CS Sig Page to Trademark and Security Agreement]



Schedule I

<u>Subsidiary Parties</u>
Sunmark of New Mexico, Inc.
CareerStaff Unlimited, Inc.
SunBridge Healthcare Corporation
SolAmor Hospice Corporation

Schedule II

I. Trademarks

<u>Registered Owner</u>	<u>Mark</u>	<u>Registration Number</u>	<u>Expiration Date</u>
Sunmark of New Mexico, Inc.	Design used by Sun Healthcare Group, Inc.	3690404	9/29/2016
	SunDance	2003994	10/01/2016
	SunBridge	75238479	11/03/2018
	SunBridge	3579297	02/24/2015
	Caring is the Key in Life	3644828	6/23/2015
CareerStaff Unlimited, Inc.	CareerStaff Unlimited	2175242	07/21/2018
SunBridge Healthcare Corporation	Rehab Recovery Suites	3545505	12/09/2014
SolAmor Hospice Corporation	SolAmor	76669046	04/29/2014

II. Trademark Applications

NONE

III. Trademark Licenses

NONE

[[3241663]]