

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
Weirton Health Partners, LLC		02/29/2012	LIMITED LIABILITY COMPANY: OHIO
Defiance Health Partners, LLC		02/29/2012	LIMITED LIABILITY COMPANY: OHIO
Barboursville Health Partners, Ltd.		02/29/2012	LIMITED LIABILITY COMPANY: OHIO
Lima Senior Living LLC		02/29/2012	LIMITED LIABILITY COMPANY: OHIO
Chancellor Senior Management, Ltd.		02/29/2012	LIMITED LIABILITY COMPANY: OHIO

RECEIVING PARTY DATA

Name:	The Huntington National Bank
Street Address:	41 S. High Street
City:	Columbus
State/Country:	OHIO
Postal Code:	43215
Entity Type:	National Banking Association: UNITED STATES

PROPERTY NUMBERS Total: 2

Property Type	Number	Word Mark
Registration Number:	3880873	GLENNPARK OF DEFIANCE
Registration Number:	3880872	GLENNPARK

CORRESPONDENCE DATA

Fax Number: (614)227-2100
 Phone: 6142272026
 Email: ipdocket@porterwright.com
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Correspondent Name: Richard M. Mescher
Address Line 1: 41 S. High Street
Address Line 2: Suite 2900
Address Line 4: Columbus, OHIO 43215

ATTORNEY DOCKET NUMBER:	0266900-189360
NAME OF SUBMITTER:	Richard M. Mescher
Signature:	/richard m. mescher/
Date:	03/07/2012

Total Attachments: 7
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SHORT FORM TRADEMARK SECURITY AGREEMENT

SHORT FORM TRADEMARK SECURITY AGREEMENT, dated as of February 29, 2012, by WEIRTON HEALTH PARTNERS, LLC, an Ohio limited liability company, DEFIANCE HEALTH PARTNERS, LLC, an Ohio limited liability company, BARBOURSVILLE HEALTH PARTNERS, LTD., an Ohio limited liability company, and LIMA SENIOR LIVING LLC, an Ohio limited liability company (together, the "Borrowers" and separately, a "Borrower"), and CHANCELLOR SENIOR MANAGEMENT, LTD., an Ohio limited liability company (a "Grantor," and together with the Borrowers, collectively the "Grantors") and each of the entities listed on the signature pages hereof as a "Borrower" or a "Grantor" or that becomes a party hereto pursuant to Section 7.10 (Additional Grantors) of the Security Agreement referred to below (each a "Grantor" and, collectively, the "Grantors") in favor of THE HUNTINGTON NATIONAL BANK, as administrative agent (in such capacity, together with its successors in such capacity, "Administrative Agent") for the Secured Parties (as defined in the Security Agreement referred to below).

WITNESSETH:

WHEREAS, pursuant to the Credit Agreement, dated as of February 29, 2012 (as the same may be amended, restated, supplemented or otherwise modified from time to time, the "Credit Agreement"), among the Grantors, Administrative Agent, and the other parties from time to time party to the Credit Agreement, certain Secured Parties have agreed to make extensions of credit to Borrowers upon the terms and subject to the conditions set forth therein; and

WHEREAS, all the Grantors are party to a Security Agreement of even date herewith in favor of Administrative Agent (the "Security Agreement") pursuant to which the Grantors are required to execute and deliver this Short Form Trademark Security Agreement;

NOW, THEREFORE, in consideration of the premises and to induce Secured Parties and Administrative Agent to enter into the Credit Agreement and to make their respective extensions of credit to Borrowers thereunder, each Grantor hereby agrees with Administrative Agent as follows:

Section 1. Defined Terms

Unless otherwise defined herein, terms defined in the Credit Agreement or in the Security Agreement and used herein have the meanings given to them in the Credit Agreement or the Security Agreement.

Section 2. Grant of Security Interest in Trademark Collateral

Each Grantor, as collateral security for the full, prompt and complete payment and performance when due (whether at stated maturity, by acceleration or otherwise) of the Secured Obligations, hereby collaterally assigns, conveys, mortgages, pledges, hypothecates and transfers to Administrative Agent for the benefit of the Secured Parties, and grants to Administrative Agent for the benefit of the Secured Parties a lien on and security interest in, all of its right, title and interest in, to and under the following Collateral of such Grantor (the "Trademark Collateral"):

(a) all of its Trademarks and Trademark Licenses to which it is a party, including, without limitation, those referred to on *Schedule I* hereto;

- (b) all reissues, continuations or extensions of the foregoing;
- (c) all goodwill of the business connected with the use of, and symbolized by, each Trademark and each Trademark License; and
- (d) all Proceeds of the foregoing, including, without limitation, any claim by such Grantor against third parties for past, present, future (i) infringement or dilution of any Trademark or Trademark licensed under any Trademark License or (ii) injury to the goodwill associated with any Trademark or any Trademark licensed under any Trademark License.

Section 3. Security Agreement

The security interest granted pursuant to this Short Form Trademark Security Agreement is granted in conjunction with the security interest granted to Administrative Agent pursuant to the Security Agreement and each Grantor hereby acknowledges and affirms that the rights and remedies of Administrative Agent with respect to the security interest in the Trademark Collateral made and granted hereby 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.

[SIGNATURE PAGES FOLLOW]

SCHEDULE I
TO
SHORT FORM TRADEMARK SECURITY AGREEMENT

Trademark Registrations

A. REGISTERED TRADEMARKS

The following Trademarks are owned by Defiance Health Partners, LLC:

<i>Trademark</i>	<i>Application No. & Date</i>	<i>Registration No. & Date</i>	<i>Class</i>
GLENNPARK	77753797	3880872	043
	June 6, 2009	November 23, 2010	045
GLENNPARK OF DEFIANCE	77753800	3880873	043
	June 6, 2009	November 23, 2010	045

B. TRADEMARK APPLICATIONS

None.

C. TRADEMARK LICENSES

None.


IN WITNESS WHEREOF, each Grantor has caused this Short Form Trademark Security Agreement to be executed and delivered by its duly authorized officer as of the date first set forth above.

Very truly yours,

Grantors:

WEIRTON HEALTH PARTNERS, LLC

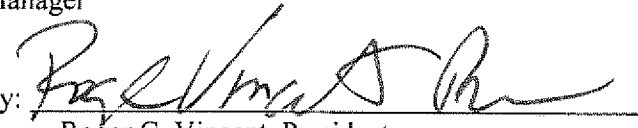
By: Chancellor Health Partners, Inc., its
Manager

By: 

Roger C. Vincent, President

DEFIANCE HEALTH PARTNERS, LLC

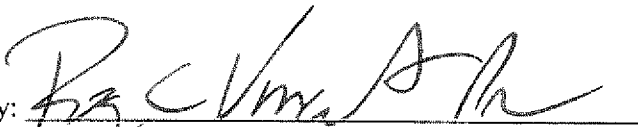
By: Chancellor Health Partners, Inc., its
Manager

By: 

Roger C. Vincent, President

BARBOURSVILLE HEALTH PARTNERS, LTD.

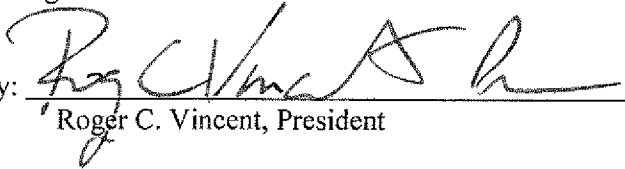
By: Chancellor Health Partners, Inc., its
Manager

By: 

Roger C. Vincent, President

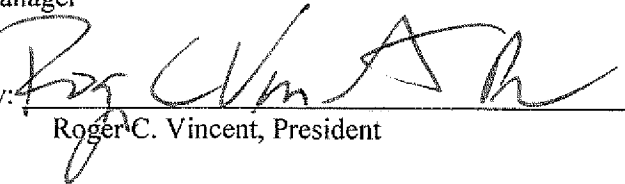
LIMA SENIOR LIVING, LLC

By: Chancellor Health Partners, Inc., its
Manager

By: 
Roger C. Vincent, President

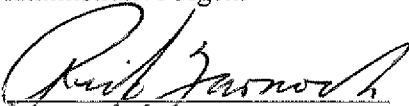
CHANCELLOR SENIOR MANAGEMENT, LTD.

By: Chancellor Health Partners, Inc., its
Manager

By: 
Roger C. Vincent, President

ACCEPTED AND AGREED
as of the date first above written:

THE HUNTINGTON NATIONAL BANK,
as Administrative Agent

By: 
Rick Zarnoch, Senior Vice President

ACKNOWLEDGEMENT OF GRANTORS

STATE OF OHIO)
) ss.
COUNTY OF FRANKLIN)

On this 29th day of February, 2012, before me personally appeared Roger C. Vincent, proved to me on the basis of satisfactory evidence to be the person who executed the foregoing instrument on behalf of Weirton Health Partners, LLC, an Ohio limited liability company, who being by me duly sworn did depose and say that he or she is an authorized representative of said entity, that said instrument was signed on behalf of said entity and that he or she acknowledged said instrument to be the free act and deed of said entity.

Donald W. Jordan
Notary Public

DONALD W. JORDAN
ATTORNEY AT LAW
NOTARY PUBLIC - STATE OF OHIO
LIFETIME COMMISSION

STATE OF OHIO)
) ss.
COUNTY OF FRANKLIN)

On this 29th day of February, 2012, before me personally appeared Roger C. Vincent, proved to me on the basis of satisfactory evidence to be the person who executed the foregoing instrument on behalf of Defiance Health Partners, LLC, an Ohio limited liability company, who being by me duly sworn did depose and say that he or she is an authorized representative of said entity, that said instrument was signed on behalf of said entity and that he or she acknowledged said instrument to be the free act and deed of said entity.

Donald W. Jordan
Notary Public

DONALD W. JORDAN
ATTORNEY AT LAW
NOTARY PUBLIC - STATE OF OHIO
LIFETIME COMMISSION

STATE OF OHIO)
) ss.
COUNTY OF FRANKLIN)

On this 29th day of February, 2012, before me personally appeared Roger C. Vincent, proved to me on the basis of satisfactory evidence to be the person who executed the foregoing instrument on behalf of Barboursville Health Partners, Ltd., an Ohio limited liability company, who being by me duly sworn did depose and say that he or she is an authorized representative of said entity, that said instrument was signed on behalf of said entity and that he or she acknowledged said instrument to be the free act and deed of said entity.

Donald W. Jordan
Notary Public

DONALD W. JORDAN
ATTORNEY AT LAW
NOTARY PUBLIC - STATE OF OHIO
LIFETIME COMMISSION

STATE OF OHIO)
) ss.
COUNTY OF FRANKLIN)

On this 29th day of February, 2012, before me personally appeared Roger C. Vincent, proved to me on the basis of satisfactory evidence to be the person who executed the foregoing instrument on behalf of Lima Senior Living, LLC, an Ohio limited liability company, who being by me duly sworn did depose and say that he or she is an authorized representative of said entity, that said instrument was signed on behalf of said entity and that he or she acknowledged said instrument to be the free act and deed of said entity.

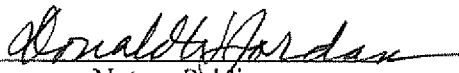


Notary Public

DONALD W. JORDAN
ATTORNEY AT LAW
NOTARY PUBLIC - STATE OF OHIO
LIFETIME COMMISSION

STATE OF OHIO)
) ss.
COUNTY OF FRANKLIN)

On this 29th day of February, 2012, before me personally appeared Roger C. Vincent, proved to me on the basis of satisfactory evidence to be the person who executed the foregoing instrument on behalf of Chancellor Senior Management, Ltd., an Ohio limited liability company, who being by me duly sworn did depose and say that he or she is an authorized representative of said entity, that said instrument was signed on behalf of said entity and that he or she acknowledged said instrument to be the free act and deed of said entity.



Notary Public

DONALD W. JORDAN
ATTORNEY AT LAW
NOTARY PUBLIC - STATE OF OHIO
LIFETIME COMMISSION

[ACKNOWLEDGEMENT OF GRANTORS FOR SHORT FORM TRADEMARK SECURITY AGREEMENT]