

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Release of Trademarks

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
JPMorgan Chase Bank, N.A., as Administrative Agent		04/05/2012	National Association: UNITED STATES

RECEIVING PARTY DATA

Name:	Rest Assured, LLC
Street Address:	9901 Linn Station Road
City:	Louisville
State/Country:	KENTUCKY
Postal Code:	40223
Entity Type:	LIMITED LIABILITY COMPANY: KENTUCKY

Name:	Pharmacy Alternatives, LLC
Street Address:	9901 Linn Station Road
City:	Louisville
State/Country:	KENTUCKY
Postal Code:	40223
Entity Type:	LIMITED LIABILITY COMPANY: KENTUCKY

Name:	Res-Care, Inc.
Street Address:	9901 Linn Station Road
City:	Louisville
State/Country:	KENTUCKY
Postal Code:	40223
Entity Type:	CORPORATION: KENTUCKY

Name:	VOCA Corp.
Street Address:	9901 Linn Station Road
City:	Louisville
State/Country:	KENTUCKY

OP \$165.00 77756557

Postal Code:	40223
Entity Type:	CORPORATION: OHIO

PROPERTY NUMBERS Total: 6

Property Type	Number	Word Mark
Serial Number:	77756557	REST ASSURED ONETOUCH
Serial Number:	77756537	ONETOUCH
Registration Number:	2700640	PEOPLESERVE
Registration Number:	2658290	RESCARE
Registration Number:	3161395	REST ASSURED
Registration Number:	3341770	PHARMACY ALTERNATIVES EXCEPTIONAL SERVICE- EXCEPTIONAL PEOPLE

CORRESPONDENCE DATA

Fax Number: (212)656-1342
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
 Phone: 212-701-3283
 Email: david.adams@thomsonreuters.com
 Correspondent Name: Maureen P. Murphy, Legal Assistant
 Address Line 1: 80 Pine Street
 Address Line 2: Cahill Gordon & Reindel LLP
 Address Line 4: New York, NEW YORK 10005

NAME OF SUBMITTER:	Maureen P. Murphy
Signature:	/david adams TR/
Date:	04/10/2012

Total Attachments: 8
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ITEM 2 (cont'd)
to Trademark Release Cover Sheet

Additional Receiving Parties

	<u>Name</u>	<u>Jurisdiction of Organization</u>	<u>Type of Entity</u>	<u>Address</u>
1.	Pharmacy Alternatives, LLC	Kentucky	LLC	9901 Linn Station Road, Louisville, KY 40223
2.	Res-Care, Inc.	Kentucky	Corporation	9901 Linn Station Road, Louisville, KY 40223
3.	VOCA Corp.	Ohio	Corporation	9901 Linn Station Road, Louisville, KY 40223

RELEASE OF TRADEMARK SECURITY INTEREST

THIS RELEASE OF TRADEMARK SECURITY INTEREST (the “Release”) is made effective as of April 5, 2012, by JPMorgan Chase Bank, N.A., as administrative agent (the “Agent”) to Onex Rescare Holdings Corp., a Delaware corporation (“Holdings”), Onex Rescare Acquisition, LLC, a Delaware limited liability company (the “LLC Co-Borrower”), Res-Care, Inc., a Kentucky corporation (the “Corporate Co-Borrower” and, together with the LLC Co-Borrower, collectively, the “Borrower”), and the Subsidiaries of the Borrower listed on Schedule B hereto (such Subsidiaries, together with Holdings and the Borrower, the “Grantors”) as follows:

WHEREAS, the Grantors and the Agent are parties to that certain Amended and Restated Pledge and Security Agreement dated as of the December 22, 2010, which amended and restated in its entirety the prior Pledge and Security Agreements dated January 28, 2010 and December 31, 2003 (collectively the “Security Agreement”), pursuant to which each Grantor has granted a security interest in substantially all of its assets to the Agent for the benefit of the Agent and the Holders of Secured Obligations;

WHEREAS, the Lenders required the Grantors to execute and deliver the Amended and Restated Trademark Security Agreement dated as of December 22, 2010, which amended and restated the prior Trademark Security Agreements, dated as of January 28, 2010 and December 31, 2003 (collectively the “Trademark Security Agreement”), (i) in order to secure the prompt and complete payment, observance and performance of all of the Secured Obligations (such obligations and liabilities, as re-evidenced by the Credit Agreement, being hereinafter referred to as the “Liabilities”) and (ii) in connection with the making of any loans, advances and any other financial accommodations by the Lenders under the Previous Credit Agreement; and

WHEREAS, pursuant to said Security Agreement and Trademark Security Agreement, the Grantors granted to the Agent on behalf of the Lenders, among other collateral, a continuing security interest in all of the Grantors’ right, title and interest, including goodwill, in, to and under the United States Trademarks listed on the attached Schedule A (the “Marks”);

WHEREAS, said Trademark Security Agreement was recorded in the United States Patent & Trademark Office on the following:

- February 6, 2004 at reel/frame 2789/0383, February 3, 2010 at reel/frame 4142/0905 and on December 22, 2010 at reel/frame 4439/0205 against Res-Care, Inc.’s Marks;
- December 22, 2010 at reel/frame 4439/0248 against Pharmacy Alternatives, LLC’s Marks;
- February 3, 2010 at reel/frame 4142/0940 and on December 22, 2010 at reel/frame 4439/0171 against Rest Assured, LLC’s Marks; and

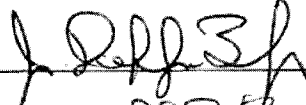
- February 6, 2004 at reel/frame 2788/0750, February 3, 2010 at reel/frame 4142/0959 and on December 22, 2010 at reel/frame 4439/0182 against VOCA Corporation's Marks.

WHEREAS, the Agent wishes to release its security interest in the Marks.

NOW THEREFORE, as the Grantors have satisfied their obligations under said Security Agreement and Trademark Security Agreement, the Agent hereby terminates, releases and discharges any security interest in and lien upon the Marks, and assigns, transfers, and conveys to the Grantors any and all right, title or interest in, or to, the Marks that the Agent may hold.

IN WITNESS WHEREOF, the Agent has caused this Release to be executed by its duly authorized officer.

JPMORGAN CHASE BANK, N.A., as Agent

By: 

Name: J. Duff Baker, Jr.

Title: Division Manager

Release of Trademark Security Interest

TRADEMARK
REEL: 004754 FRAME: 0043

Schedule A

to

Release of Trademark Security Agreement

Trademarks and Service Mark Applications

Tradename	Owner	Registration	Date	Type
RESTASSURED ONETOUCH	Rest Assured, LLC	77-756557	2010-12-07 Notice of Acceptance – registration date pending	Text
ONETOUCH	Rest Assured, LLC	77-756537	2010-07-23	Text
PeopleServe	Voca Corporation	2700640	1998-06-26	Text
ResCare	Res-Care, Inc.	2658290	2001-04-17	Text
Rest Assured	Rest Assured, LLC	3161395	2006/10/24	Text
PHARMACY ALTERNATIVES EXCEPTIONAL SERVICE- EXCEPTIONAL PEOPLE (& Design)	Pharmacy Alternatives, LLC	3341770	2007-11-20	Design Plus Words, Letter, And/Or Numbers

Schedule B

Subsidiaries of Borrower

ACCENT HEALTH CARE, INC.
ALL WAYS CARING SERVICES, INC.
ALTERNATIVE CHOICES, INC.
ALTERNATIVE YOUTH SERVICES, INC.
ARBOR E&T, LLC
ARBOR PEO, INC.
B.W.J. OPPORTUNITY CENTERS, INC.
BAKER MANAGEMENT, INC.
BALD EAGLE ENTERPRISES, INC.
BOLIVAR DEVELOPMENTAL TRAINING CENTER, INC.
BRALEY & THOMPSON, INC.
CAPITAL TX INVESTMENTS, INC.
CAREERS IN PROGRESS, INC.
CATX PROPERTIES, INC.
CNC/ACCESS, INC.
COMMUNITY ADVANTAGE, INC.
COMMUNITY ALTERNATIVES HOME CARE, INC.
COMMUNITY ALTERNATIVES ILLINOIS, INC.
COMMUNITY ALTERNATIVES INDIANA, INC.
COMMUNITY ALTERNATIVES KENTUCKY, INC.
COMMUNITY ALTERNATIVES MISSOURI, INC.
COMMUNITY ALTERNATIVES MOBILE NURSING, INC.
COMMUNITY ALTERNATIVES NEBRASKA, INC.
COMMUNITY ALTERNATIVES NEW MEXICO, INC.
COMMUNITY ALTERNATIVES OF WASHINGTON, D.C., INC.
COMMUNITY ALTERNATIVES PHARMACY, INC.
COMMUNITY ALTERNATIVES TEXAS PARTNER, INC.
COMMUNITY ALTERNATIVES VIRGINIA, INC.
EDUCARE COMMUNITY LIVING - NORMAL LIFE, INC.
EDUCARE COMMUNITY LIVING - TEXAS LIVING CENTERS, INC.
EDUCARE COMMUNITY LIVING CORPORATION - GULF COAST
EDUCARE COMMUNITY LIVING CORPORATION – MISSOURI
EDUCARE COMMUNITY LIVING CORPORATION – NEVADA
EDUCARE COMMUNITY LIVING CORPORATION - NEW MEXICO
EDUCARE COMMUNITY LIVING CORPORATION - NORTH CAROLINA
EDUCARE COMMUNITY LIVING CORPORATION – TEXAS
EDUCARE COMMUNITY LIVING CORPORATION – AMERICA
EMPLOY-ABILITY UNLIMITED, INC.

FRANKLIN CAREER COLLEGE INCORPORATED
GENERAL HEALTH CORPORATION
HABILITATION OPPORTUNITIES OF OHIO, INC.
HYDESBURG ESTATES, INC.
INDIVIDUALIZED SUPPORTED LIVING, INC.
J. & J. CARE CENTERS, INC.
JOB READY, INC.
NORMAL LIFE, INC.
NORMAL LIFE FAMILY SERVICES, INC.
NORMAL LIFE OF CALIFORNIA, INC.
NORMAL LIFE OF CENTRAL INDIANA, INC.
NORMAL LIFE OF GEORGIA, INC.
NORMAL LIFE OF LAFAYETTE, INC.
NORMAL LIFE OF LAKE CHARLES, INC.
NORMAL LIFE OF LOUISIANA, INC.
NORMAL LIFE OF SOUTHERN INDIANA, INC.
P.S.I. HOLDINGS, INC.
PEOPLESERVE, INC.
RAISE GEAUGA, INC.
RES-CARE ALABAMA, INC.
RES-CARE ARKANSAS, INC.
RES-CARE CALIFORNIA, INC. D/B/A RCCA SERVICES
RES-CARE EUROPE, INC.
RES-CARE FLORIDA, INC.
RES-CARE IDAHO, INC.
RES-CARE ILLINOIS, INC.
RES-CARE IOWA, INC.
RES-CARE KANSAS, INC.
RES-CARE MICHIGAN, INC.
RES-CARE NEW JERSEY, INC.
RES-CARE OHIO, INC.
RES-CARE OKLAHOMA, INC.
RES-CARE PREMIER, INC.
RES-CARE TRAINING TECHNOLOGIES, INC.
RES-CARE WASHINGTON, INC.
RES-CARE WISCONSIN, INC.
RESCARE FINANCE, INC.
RESCARE INTERNATIONAL, INC.
RESCARE PENNSYLVANIA HEALTH MANAGEMENT SERVICES, INC.
RESCARE PENNSYLVANIA HOME HEALTH ASSOCIATES, INC.
ROCKCREEK, INC.
RSCR CALIFORNIA, INC.
RSCR INLAND, INC.
RSCR WEST VIRGINIA, INC.
SKYVIEW ESTATES, INC.
SOUTHERN HOME CARE SERVICES, INC.

TANGRAM REHABILITATION NETWORK, INC.
TEXAS HOME MANAGEMENT, INC.
THE ACADEMY FOR INDIVIDUAL EXCELLENCE, INC.
THE CITADEL GROUP, INC.
REHAB WITHOUT WALLS, INC. (F/K/A THM HOMES, INC.)
UPWARD BOUND, INC.
VOCA CORP.
VOCA CORPORATION OF AMERICA
VOCA CORPORATION OF WEST VIRGINIA, INC.
VOCA CORPORATION OF FLORIDA
VOCA CORPORATION OF INDIANA
VOCA CORPORATION OF MARYLAND
VOCA CORPORATION OF NEW JERSEY
VOCA CORPORATION OF NORTH CAROLINA
VOCA CORPORATION OF OHIO
VOCA RESIDENTIAL SERVICES, INC.
YOUTHTRACK, INC.,

EDUCARE COMMUNITY LIVING LIMITED PARTNERSHIP
NORMAL LIFE OF INDIANA
CREATIVE NETWORKS, L.L.C.
PHARMACY ALTERNATIVES, LLC
RESCARE DTS INTERNATIONAL, LLC
REST ASSURED, LLC
VOCA OF INDIANA, LLC,