

08-08-2003



HEET

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JUL 11 2003

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

1. Name of conveying party(ies): 7-21-03
Health Care Positioners, Inc.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State - MN
 Other _____

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

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: July 7, 2003

2. Name and address of receiving party(ies):
Name: D. G. Hill Associates, Inc.
Internal Address:
Street Address: 7101 York Avenue South
City: Minneapolis State: MN ZIP: 55435

Individuals citizenship , U.S.A.
 Association
 General Partnership
 Limited Partnership
 Corporation-State - Minnesota
 Other

If assignee is not domiciled in the United States
a domestic representative designation is attached:
 Yes No
(Designation must be a separate document from
Assignment)

Yes No

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,532,289

Additional numbers attached? Yes No

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

Name: Michael A. Bondi
Internal Address: 4800 IDS Center
80 South Eighth Street
Minneapolis, Minnesota 55402-2100
Street Address: 4800 IDS Center
80 South Eighth Street
City: Minneapolis State: MN 55402-2100

6. Total number of applications and registrations
involved: 1

7. Total fee (37 CFR 3.41): \$ 40.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit Account Number: 16-0631
(Attached duplicate copy of this page if
paying by deposit account)

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9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Name of Person Signing: Michael A. Bondi 07/18/03
Date

Total number of pages comprising cover sheet: 02

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

**Assistant Commissioner for Trademarks
2900 Crystal Drive
Arlington, Virginia 22202-3514**

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project, (0651-0011), Washington, D.C. 20503

TRADEMARK ASSIGNMENT

WHEREAS, HEALTH CARE POSITIONERS, INC., hereinafter referred to as "Assignor," a corporation organized and existing under the laws of the State of Minnesota, United States of America, located at 7101 York Avenue South, Suite 162, Edina, MN 55435, is the owner of the trademark registration listed in Schedule A attached hereto; and

WHEREAS, D.G. HILL ASSOCIATES, INC., hereinafter referred to as "Assignee," a corporation organized and existing under the laws of the State of Minnesota, United States of America, having an office at 7101 York Avenue South, Minneapolis, MN 55435, is desirous of acquiring the entire right, title and interest in, to and under the trademarks listed in Schedule A hereto, and the goodwill of the business appertaining to the said trademarks.

NOW, THEREFORE, for and in consideration of good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby assign and transfer to Assignee all of its right, title and interest in and to the Marks, all registrations thereof, applications therefor and rights associated therewith, together with the goodwill of the business indicated and symbolized by the Marks, along with the right to recover damages and profits for past infringements thereof.

Assignor further covenants, and agrees with Assignee, its successors and assigns, that no assignment, grant, mortgage, license or other agreement affects the rights and property herein conveyed has been made to others by Assignor and that full right to convey the same as herein expressed is possessed by Assignor.

IN WITNESS WHEREOF, Assignor has by its duly authorized representative, executed this Trademark Assignment this 7th day of July.

HEALTH CARE POSITIONERS, INC.
Assignor

Date: 7-7-2003

By: Daniel G. Hill
Title: President

Subscribed and sworn to before me this 7th day of July, 2003.

Debi K. Geiwitz
Notary Public

