

09-09-1999



101139126

9-7-99

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
- Merger
- Change of Name
- Other

Effective Date
Month Day Year

Conveying Party

Mark if additional names of conveying parties attached

Name

Execution Date
Month Day Year

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/KA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

- Individual General Partnership Limited Partnership
- Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

09/08/1999 JSHABAZZ 00000026 2064770

FOR OFFICE USE ONLY

01 FC:481 40.00 OP
02 FC:482 50.00 OP

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages Enter the total number of pages of the attached conveyance document including any attachments. #

Trademark Application Number(s) or Registration Number(s) Mark if additional numbers attached
 Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)			Registration Number(s)		
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2,064,770"/>	<input type="text" value="1,078,057"/>	<input type="text" value="1,809,792"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties Enter the total number of properties involved. #

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed Deposit Account

Deposit Account (Enter for payment by deposit account or if additional fees can be charged to the account.)
 Deposit Account Number: #

Authorization to charge additional fees: Yes No

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. Charges to deposit account are authorized, as indicated herein.

WESTAFF (USA), INC.

By: BONNIE A. McDONALD

August 31, 1999

Name of Person Signing

Signature

Date Signed

RELEASE AND REASSIGNMENT OF TRADEMARKS

THIS RELEASE AND REASSIGNMENT, dated August 9, 1999, is given by BANK OF AMERICA, N.A. (formerly known as Bank of America National Trust and Savings Association), as agent for the Banks and its successors as agent for the Banks ("Agent").

W I T N E S S E T H:

WHEREAS, Agent, Westaff (USA), Inc. (formerly known as Western Staff Services (USA), Inc.) ("Westaff"), and Western Medical Services, Inc. ("WMS" and, together with Westaff, collectively, the "Borrowers") are parties to a certain Borrower Security Agreement (Receivables, Inventory, Equipment and General Intangibles) dated as of March 4, 1998 (the "Security Agreement"), pursuant to which the Borrowers granted a security interest to Agent in certain trademarks listed on Exhibit "A" attached hereto (the "Trademarks") and certain other property as security for the Secured Obligations (as defined in the Security Agreement);

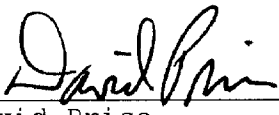
WHEREAS, the Security Agreement was recorded in the Assignment Branch of the U.S. Patent and Trademark Office on March 13, 1998, on Reel 1706, Frames 0437-0468;

WHEREAS, the Borrowers have requested that Agent release its security interest in the Trademarks and reassign the same to WMS or to any other party legally entitled thereto;

NOW, THEREFORE, for good and valuable consideration, receipt and sufficiency of which are hereby acknowledged, Agent hereby releases its security interest in, and reassigns, grants and conveys to WMS or to any other party legally entitled thereto, without any representation, warranty, recourse or undertaking by Agent, all of its right, title and interest, if any, in and to the Trademarks.

IN WITNESS WHEREOF, Agent has caused this Release and Reassignment to be duly executed by its duly authorized officer as of the day and year first above written.

BANK OF AMERICA, N.A. (formerly known as Bank of America National Trust and Savings Association), as Agent

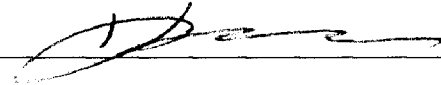
By 
David Price
Vice President

ACKNOWLEDGEMENT

State of California)
County of SAN FRANCISCO)

On 8/12/99, before me, KENNETH DEAN PHIPPS personally appeared DAVID PRICE, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(~~s~~) whose name(~~s~~) is/~~are~~ subscribed to the within instrument and acknowledged to me that he/~~she~~/~~they~~ executed the same in his/~~her~~/~~their~~ authorized capacity(~~ies~~), and that by his/~~her~~/~~their~~ signature(~~s~~) on the instrument the person(~~s~~), or the entity upon behalf of which the person(~~s~~) acted, executed the instrument.

WITNESS my hand and official seal.

Signature 

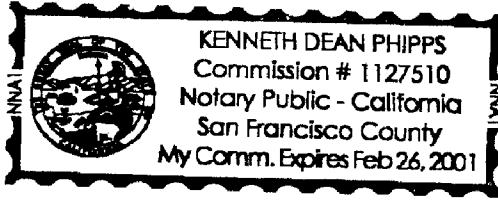


EXHIBIT A

WESTERN MEDICAL SERVICES, INC.

TRADEMARKS AND SERVICE MARKS

<u>State or Country</u>	<u>Application or Registration No.</u>	<u>Filing Date</u>	<u>Service Mark</u>
U.S.A.	2,064,770	05/27/97	Western Medical Services Home Health Agency
U.S.A.	1,078,057	11/22/77	Western Medical Services (Class 35)
U.S.A.	1,809,792	12/07/93	Western Medical Services (Class 42 - home health care services)