FORM PTO-1618A Expires 06/30/99 OMB0651-0027

08-24-2001



U.S. Department of Commerce Patent and Trademark Office TRADEMARK

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TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).				
Submission Type  New  18/21/1	Conveyance Type Assignment License			
Resubmission (Non-Recordation) Document ID#	Security Nunc Pro Tunc Assignment  Effective Date  Month Day Year  03/21/01			
Correction of PTO Error  Reel # Frame #   Corrective Document	☐ Merger ☐ Change of Name ☐ Other Notice of Grant of Security Interest			
Reel # 002281 Frame # 0043				
Conveying Party Mark if addition	al names of conveying parties attached			
Name STAFFPLUS, INC.	Execution Date Month Day Year  03/21/01			
Formerly  Individual General Partnership  Other	Limited Parnership			
Citizenship/State of Incorporation/Organization  Receiving Party  Mark if addition	al names of receiving parties attached			
Name Bank of America, N.A., as A	gent			
DBA/AΚΛ/TA				
Composed of				
Address (line 1) One Independence Center				
Address (line 2) [101 North Tryon Street, 15 <sup>th</sup> ]				
Address (line 3) Charlotte City	NC 28255 State/Country Zip Code			
Individual General Partnership	Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in			
Corporation Association	the United States, an appointment of a domestic representative should be attached.			
Other national banking association	(Designation must be a separate document from Assignment.)			
Citizenship/State of Incorporation/Organization				
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document and gathering the data needed to complete the Cover sheet.	o average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief mation and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project n Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND ADDRESS.			

Mail documents to be recorded with required cover sheet(s) information to: Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

FORM PTO-1618B		epartment of Commerce
Expires 06/30/99	Page 2 Paten	t and Trademark Office
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Address (line 4)		
Correspondent Name and Address		
·	Area Code and Telephone Number	(919) 286-8000
Name Steven D. Thomas		
Address (line 1) Moore & Van Allen, PLLC		
Address (fine 1)		
Address (line 2) 2200 West Main Street		
Address (line 2) 2200 West Main Street		
Address (line 3) Suite 800		
Address (line 3) Suite 800		
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Address (line 4) Durham, North Carolina 27705		
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including any attachments.		# 13
Trademark Application Number(s) or Registration Num	her(s) Mark if additiona	l numbers attached
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04-26-2001 FORM PTO-1618A U.S. Department of Commerce Expires 06/30/99 Patent and Trademark Office OMB0651-0027 TRADEMARK The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies). **Submission Type** Conveyance Type New ☐ Assignment License Resubmission Nunc Pro Tunc Assignment (Non-Recordation) Security Document ID# **Effective Date** Month Day Year 03/21/01 Merger Correction of PTO Error Change of Name Reel # Frame # Notice of Grant of Security Interest ○ Other Corrective Document Frame # Reel # Mark if additional names of conveying parties attached **Conveying Party Execution Date** Month Day Year Name STAFFPLUS, INC. 03/21/01 Formerly General Partnership Limited Parnership Association Individual Other Delaware Citizenship/State of Incorporation/Organization Mark if additional names of receiving parties attached Receiving Party Bank of America, N.A., as Agent Name DBA/AKA/TA Composed of One Independence Center Address (line 1) 101 North Tryon Street, 15th Floor Address (line 2) NC 28255 Charlotte Address (line 3) State/Country Zip Code City ☐ Limited Partnership ☐ If document to be recorded is an assignment Individual General Partnership and the receiving party is not domiciled in Corporation Association the United States, an appointment of a domestic representative should be attached. Other national banking association (Designation must be a separate document from Assignment.) Citizenship/State of Incorporation/Organization FOR OFFICE USE ONLY Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS. Mail documents to be recorded with required cover sheet(s) information to:

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FORM PTO-				U.S. Department of Commerce
Expires 06/30			Page 2	Patent and Trademark Office
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Correspondent	Name and Addre	ess		
			Area Code and	Telephone Number (919) 286-8000
Name	Steven D. The	omas		
Address (line 1)	Moore & Van	Allen, PLLC		
Address (line 1)	1.13010 00 1.012			
4 1 1 (I' O)	2200 West M	ain Street		
Address (line 2)	2200 WEST WI	am succi		
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Address (line 3)	Suite 800			
Address (line 4)	Durham, Nort	th Carolina 27705		
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FORM PTO-1	618A U.S. Department of Commerce —
Expires 06/30/	Patent and Trademark Office
OMB 0651-00	
	RECORDATION FORM COVER SHEET  CONTINUATION  TRADEMARKS ONLY
Conveying Party	Mark if additional names of conveying parties attached
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☐ Individual	General Partnership Limited Parnership Corporation Association
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Individual	General Partnership Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States,
Corporation	Association an appointment of a domestic representative should
Other	be attached. (Designation must be a separate document from Assignment.)
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	Mark if additional numbers attached
Trademark Applica Enter either	the Trademark Application Number <u>or</u> the Registration Number (DO NOT ENTER BOTH numbers for the same property).
Tra	ademark Application Number(s)  Registration Number(s)
	1,757,129
	1,472,585
	1,544,789
	[1,610,755]
	[1,743,495]

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**NOTICE** 

OF

### **GRANT OF SECURITY INTEREST**

IN

#### **TRADEMARKS**

United States Patent and Trademark Office

Please be advised that pursuant to the Security Agreement dated as of March 21, 2001 (as the same may be amended, modified, extended or restated from time to time, the "Security Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and Bank of America, N.A., as collateral agent (the "Agent") for the Lenders referenced therein (the "Lenders"), the undersigned Obligor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications shown below to the Agent for the ratable benefit of the Lenders:

### **TRADEMARKS**

Description of Trademark

Trademark Registration No.

Date of

Trademark

Trademark

See attached.

# TRADEMARK APPLICATIONS

Trademark Description of Trademark Date of Trademark

Application No. Applied For Application

See attached.

The Obligors and the Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

STAFFPLUS, INC., a Delaware corporation

By: James C. Hant
Name: JAMEI C. Hunt
Title: SVP & CFO

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Agent

Ву:		 	
Name:	 		
Title:			

The Obligors and the Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

STAFFPLUS, INC.,

a Delaware corporation

Acknowledged and Accepted:

BANK OF AMERICA, N.A.,

as Agent

Nome: Michael McKenney

Title: Managing Director

# StaffPLUS, Inc. (Delaware Corporation)

### U.S. Trademarks

## **Registered Marks**

Mark .	Registration No.	Registration Date
CAREERWORLD (stylized)	1,876,833	1/31/95
CAREERWORLD	1,813,975	12/28/93
JUDITH FOX	2,076,974	7/8/97
JUDITH FOX TRAINING FOR GROWTH	2,068,781	6/10/97
QUESTPLUS	1,797,268	10/5/93
PROFICIENCYPLUS	1,798,101	10/12/93
STAFFINDERS PERSONNEL	1,537,626	5/2/89
STAFFINDERS (stylized)	1,537,625	5/2/89
T TEMP CONNECTION LTD. and Design	1,775,418	6/8/93
TEMP CONNECTION	1,757,129	12/15/92
TEMP CONNECTION	1,472,585	1/12/88
TEMPWORLD	1,544,789	6/20/89
WPPS	1,610,755	8/21/90
WPPS and Design	1,743,495	12/29/92

## **Pending Application**

**RECORDED: 08/20/2001** 

Mark	Appl. Ser. No.	Filing Date
COMMAND	76-109,960	8/15/00
FIRSTWORD STAFFING SERVICES	75-816,918	10/6/98
PERFORMANCEPLUS	75-221,098	1/3/97