

CPHR

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

08-24-2001



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

101823357

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

Submission Type

New

Resubmission Document ID# (Non-Recordation) *08/20/01*

Correction of PTO Error

Reel #  Frame #

Corrective Document

Reel #  Frame #

Conveyance Type

Assignment  License

Security  Nunc Pro Tunc Assignment

Merger

Change of Name

Other

Effective Date  
Month Day Year

Conveying Party

Mark if additional names of conveying parties attached

Execution Date  
Month Day Year

Name

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/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)     
City State/Country Zip Code

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.)

08/23/2001 GT0N11 00000255 1797268

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01 EC-481 40.00.00

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:  
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

**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="1,797,268"/>	<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"/>	<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.)

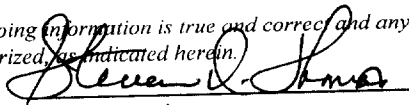
Deposit Account Number: #

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.

Steven D. Thomas  
Name of Person Signing

  
Signature

July 26, 2001  
Date Signed

04-26-2001

4/13/01



101688800

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Submission Type

- New
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Trademark Application Number(s)			Registration Number(s)		
<input type="text" value="76/109,960"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1,876,833"/>	<input type="text" value="2,068,781"/>	<input type="text" value="1,537,626"/>
<input type="text" value="75/816,918"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1,813,975"/>	<input type="text" value="1,798,268"/>	<input type="text" value="1,537,625"/>
<input type="text" value="75/221,098"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2,076,974"/>	<input type="text" value="1,798,101"/>	<input type="text" value="1,775,418"/>

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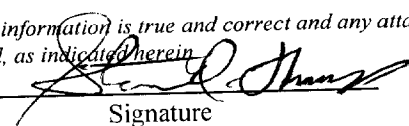
Method of Payment: Enclosed  Deposit Account

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

Deposit Account Number: Yes  No

Authorization to charge additional fees:

**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.

   
 Name of Person Signing Signature Date Signed

**RECORDATION FORM COVER SHEET  
CONTINUATION  
TRADEMARKS ONLY**

**Conveying Party**  **Mark if additional names of conveying parties attached**  
Enter Additional Conveying Party

Name   **Execution Date**  
**Month Day Year**

Formerly

Individual  General Partnership  Limited Partnership  Corporation  Association

Other

Citizenship/State of Incorporation/Organizaiton

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<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

Registration Number(s)

1,757,129	<input type="text"/>	<input type="text"/>
1,472,585	<input type="text"/>	<input type="text"/>
1,544,789	<input type="text"/>	<input type="text"/>
1,610,755	<input type="text"/>	<input type="text"/>
1,743,495	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

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

<u>Trademark Registration No.</u>	Description of Trademark <u>Item</u>	Date of <u>Trademark</u>
	See attached.	

TRADEMARK APPLICATIONS

<u>Trademark Application No.</u>	Description of Trademark <u>Applied For</u>	Date of Trademark <u>Application</u>
	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. Hunt  
Name: JAMES C. HUNT  
Title: SVP & CFO

Acknowledged and Accepted:

**BANK OF AMERICA, N.A.,**  
as Agent

By: \_\_\_\_\_  
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.

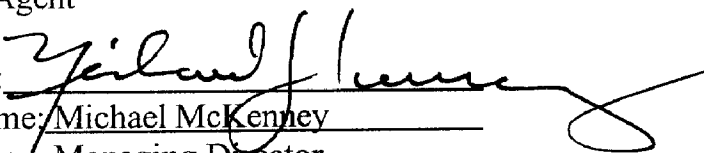
Very truly yours,

**STAFFPLUS, INC.,**  
a Delaware corporation

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

Acknowledged and Accepted:

BANK OF AMERICA, N.A.,  
as Agent

By:   
Name: 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

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