

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Security Agreement

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Comdata Network, Inc.		07/10/2012	CORPORATION: MARYLAND
Ceridian Stored Value Solutions, Inc.		07/10/2012	CORPORATION: DELAWARE
Ceridian Benefits Services, Inc.		07/10/2012	CORPORATION: FLORIDA
Ceridian Corporation		07/10/2012	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Deutsche Bank AG New York Branch, as Collateral Agent
Street Address:	60 Wall Street
City:	New York
State/Country:	NEW YORK
Postal Code:	10005
Entity Type:	CORPORATION: GERMANY

PROPERTY NUMBERS Total: 58

Property Type	Number	Word Mark
Registration Number:	1760187	COMDATA
Registration Number:	1000368	T TRANSCEIVER
Registration Number:	1820482	SMARTFUEL
Registration Number:	0992740	COMCHEK
Registration Number:	2521601	COMCHEK ECASH
Registration Number:	2490355	COMDATA
Registration Number:	2381032	COMSITE
Registration Number:	2843431	GOCOMCHEK.COM
Registration Number:	2929328	COMDATA
Registration Number:	2964371	COMDATA
Registration Number:	2977155	COMDATA

OP \$1465.00 1760187

Registration Number:	3004711	COMDATA
Registration Number:	3327812	COMDATA
Registration Number:	3332626	
Registration Number:	3337276	COMDATA PAYMENT INNOVATION
Registration Number:	3858140	SMARTCONVENIENCE
Registration Number:	3848866	SMARTCONVENIENCE
Registration Number:	3858141	SMARTDESQ
Registration Number:	3854835	SMARTDESQ
Registration Number:	3874694	SMARTSTATION
Registration Number:	3932042	SMARTLOCK
Registration Number:	3971977	SMARTAUTHORIZE
Registration Number:	4059646	SMARTAUTHORIZE
Registration Number:	3615714	SVS
Registration Number:	3615967	SVS
Registration Number:	1488798	COBRASERV
Registration Number:	2535490	EZFLEX
Registration Number:	2640140	FLEXSERV
Registration Number:	3085765	ACCOUNTABILITY
Registration Number:	1868786	CERIDIAN
Registration Number:	2890133	CERIDIAN
Registration Number:	3131234	CERIDIAN BENEFITS CARD
Registration Number:	2848481	CERIDIAN FREE TO BE
Registration Number:	3142875	CERIDIAN FREEDOM
Registration Number:	3133771	CERIDIAN FREEDOM
Registration Number:	1140557	EMPLOYEE ADVISORY RESOURCE
Registration Number:	3319970	GENERATIONAL COMPETENCE
Registration Number:	2133234	HR/COMPLY
Registration Number:	3156278	LIFEBALANCE
Registration Number:	1900828	LIFEWORCS
Registration Number:	1817518	PAYROLL 2000
Registration Number:	1676974	SIGNATURE
Registration Number:	2767159	SOURCE TAX ONLINE
Registration Number:	1613667	TAXSEND
Registration Number:	3926827	PULSE OF COMMERCE INDEX
Registration Number:	3926881	PCI

TRADEMARK

REEL: 004839 FRAME: 0526

	4099264	CERIDIAN
Registration Number:	4158033	C CERIDIAN
Serial Number:	77798250	SPEND IT.
Serial Number:	77798247	GIFT IT.
Serial Number:	77798249	GIVE IT.
Serial Number:	77798251	GIVE IT. SPEND IT. ANYWHERE.
Serial Number:	77798252	GIFT IT. SPEND IT. ANYWHERE.
Serial Number:	77767099	CERIDIAN INVIEW
Serial Number:	77923255	KNOW. HOW.
Serial Number:	85269254	INVIEW
Serial Number:	85405464	INSIGHTS
Serial Number:	85357140	LIFEBALANCE

CORRESPONDENCE DATA

Fax Number:

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Email: daniel.cote@thomsonreuters.com
Correspondent Name: James 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:	James P. Murphy, Legal Assistant
Signature:	/daniel cote thomsonreuters/
Date:	08/10/2012

Total Attachments: 12

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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies):

Comdata Network, Inc.

- Individual(s)
- Partnership
- Corporation- State: Maryland
- Other _____
- Association
- Limited Partnership

Citizenship (see guidelines) US - MD

Additional names of conveying parties attached? Yes No

3. Nature of conveyance/Execution Date(s) :

Execution Date(s) 07/10/2012

- Assignment
- Security Agreement
- Other _____
- Merger
- Change of Name

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: Deutsche Bank AG New York Branch, as

Street Address: Collateral Agent, 60 Wall Street

City: New York

State: NY

Country: USA Zip: 10005

- Individual(s) Citizenship _____
- Association Citizenship _____
- Partnership Citizenship _____
- Limited Partnership Citizenship _____
- Corporation Citizenship German
- Other _____ Citizenship _____

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

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s) Text

SEE SCHEDULE II

B. Trademark Registration No.(s)

SEE SCHEDULE I

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

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

Name: James P. Murphy, Legal Assistant

Internal Address: Cahill Gordon & Reindel LLP

Street Address: 80 Pine Street

City: New York

State: NY Zip: 10005

Phone Number: 212-701-3345

Docket Number: _____

Email Address: jmurphy@cahill.com

6. Total number of applications and registrations involved:

58

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ _____

- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

Deposit Account Number _____

Authorized User Name _____

9. Signature:

James P. Murphy
Signature
JAMES P. MURPHY

Name of Person Signing

August 2, 2012

Date

Total number of pages including cover sheet, attachments, and document:

12

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
Mail Stop Assignment Recordation Branch, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

Addendum to Cover Page of Trademarks Form Cover Sheet

1. Name of conveying party(ies)

Ceridian Stored Value Solutions, Inc.
Delaware Corporation
Citizenship – US – DE

Ceridian Benefits Services, Inc.
Florida Corporation
Citizenship – US - FL

Ceridian Corporation
Delaware Corporation
Citizenship – US – DE

TRADEMARK SECURITY AGREEMENT

TRADEMARK SECURITY AGREEMENT, dated as of July 10, 2012 (this "Agreement"), among CERIDIAN CORPORATION, CERIDIAN BENEFITS SERVICES, INC., CERIDIAN STORED VALUE SOLUTIONS, INC. and COMDATA NETWORK, INC. (the "Grantors") and DEUTSCHE BANK AG NEW YORK BRANCH, as Collateral Agent (the "Collateral Agent") for the benefit of the Additional First-Lien Secured Parties.

Reference is made to the Security Agreement, dated as of July 10, 2012 (as amended, restated, amended and restated, supplemented or otherwise modified from time to time, the "Security Agreement"), among Ceridian Corporation, a Delaware corporation (the "Company"), certain subsidiaries of the Company party thereto (the "Guarantors") and the Collateral Agent. The Company and the Guarantors have entered into that certain Indenture, dated as of July 10, 2012 (as supplemented or otherwise modified from time to time, the "Indenture"), by and among the Company, the Subsidiaries party thereto and Wells Fargo Bank, National Association, as trustee (together with its successors in such capacity, the "Trustee"), on behalf of the holders (the "Holders") of the Notes (as defined below), pursuant to which the Company is issuing \$720,000,000 in aggregate principal amount of its 8% Senior Secured Notes due 2019 (together with any Additional Notes issued pursuant to (and as defined in) the Indenture, the "Notes"). Consistent with the requirements of the Indenture and pursuant to and in accordance with Section 3.01(c) and Section 3.02(b) of the Security Agreement, the parties hereto agree as follows:

SECTION 1. **Terms.** Capitalized terms used in this Agreement and not otherwise defined herein have the meanings specified in the Security Agreement. The rules of construction specified in Section 1.04 of the Indenture also apply to this Agreement.

SECTION 2. **Grant of Security Interest.** As security for the payment or performance, as the case may be, in full of the Additional First-Lien Obligations, each Grantor, pursuant to the Security Agreement, did and hereby does grant to the Collateral Agent, its successors and permitted assigns, for the benefit of the Additional First-Lien Secured Parties, a security interest in, all right, title or interest in or to any and all of the following assets and properties now owned or at any time hereafter acquired by such Grantor and wherever located or in which such Grantor now has or at any time in the future may acquire any right, title or interest (collectively, the "Trademark Collateral");

A. all trademarks, service marks, trade names, corporate names, company names, business names, fictitious business names, trade styles, trade dress, logos, other source or business identifiers, designs and general intangibles of like nature, now existing or hereafter adopted or acquired, all registrations and recordings thereof, and all registration and recording applications filed in connection therewith, including registrations and registration applications in the United States Patent and Trademark Office, and all extensions or renewals thereof, including those listed on Schedule I and II (the "Trademarks");

B. all goodwill associated with or symbolized by the Trademarks;

C. all assets, rights and interests that uniquely reflect or embody the Trademarks;

D. the right to sue third parties for past, present and future infringements of any Trademark; and

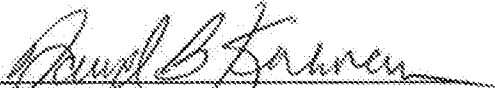
E. all proceeds of and rights associated with the foregoing.

SECTION 3. *Security Agreement.* The security interests granted to the Collateral Agent herein are granted in furtherance, and not in limitation of, the security interests granted to the Collateral Agent pursuant to the Security Agreement. Each Grantor hereby acknowledges and affirms that the rights and remedies of the Collateral Agent with respect to the Trademark Collateral are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein. In the event of any conflict between the terms of this Agreement and the Security Agreement, the terms of the Security Agreement shall govern.

[Remainder of this page intentionally left blank]

IN WITNESS WHEREOF, the parties hereto have duly executed this Agreement as of the day and year first above written.

CERIDIAN CORPORATION

By: 
Name: David B. Kuhnau
Title: Senior Vice President & Treasurer

IN WITNESS WHEREOF, the parties hereto have duly executed this Agreement as of the day and year first above written.

CERIDIAN BENEFITS SERVICES, INC.

By: 
Name: David B. Kuhnau
Title: Senior Vice President & Treasurer

IN WITNESS WHEREOF, the parties hereto have duly executed this Agreement as of the day and year first above written.

CERIDIAN STORED VALUE SOLUTIONS, INC.

By: 
Name: David B. Kuhnu
Title: Senior Vice President & Treasurer

IN WITNESS WHEREOF, the parties hereto have duly executed this Agreement as of the day and year first above written.

COMDATA NETWORK, INC.

By: 

Name: Lisa E. Peerman

Title: Senior Vice President, General Counsel
& Secretary

DEUTSCHE BANK AG NEW YORK BRANCH,
as Collateral Agent,

By: Courtney E. Meehan
Name: Courtney E. Meehan
Title: Vice President

By: Susan LeFevre
Name: Susan LeFevre
Title: Managing Director

[Trademark Security Agreement Signature Page]

TRADEMARK
REEL: 004839 FRAME: 0536

Schedule I

Trademarks

Comdata Network, Inc.

<u>Mark</u>	<u>Reg. Date</u>	<u>Reg. No.</u>
Comdata & design	3/23/93	1760187
T Transceiver and design	12/24/74	1000368
SmartFuel	02/08/94	1820482
COMCHEK	09/03/74	0992740
Comchek eCash	12/25/01	2521601
COMDATA	09/18/01	2490355
COMSITE	08/29/00	2381032
gocomchek.com	05/18/04	2843431
COMDATA	03/01/05	2929328
COMDATA	06/28/05	2964371
COMDATA	07/26/05	2977155
COMDATA	10/04/05	3004711
Comdata & design	10/30/07	3327812
Design	11/6/07	3332626
Comdata Payment Innovation & design	11/13/07	3337276
SMARTCONVENIENCE	10/05/10	3858140
SMARTCONVENIENCE	09/14/10	3848866
SMARTDESQ	10/05/10	3858141
SMARTDESQ	09/28/10	3854835
SMARTSTATION	11/09/10	3874694
SMARTLOCK	3/15/11	3932042
SMARTAUTHORIZE	05/31/11	3971977
SMARTAUTHORIZE	11/22/11	4059646

Ceridian Stored Value Solutions, Inc. (f/k/a Stored Value Solutions, Inc. and Comdata Stored Value Solutions, Inc.)

<u>Mark</u>	<u>Reg. Date</u>	<u>Reg. No.</u>
SVS & design	05/05/09	3615714
SVS & design	05/05/09	3615967

Ceridian Benefits Services, Inc.

<u>Mark</u>	<u>Reg. Date</u>	<u>Reg. No.</u>
COBRASERV	05/17/88	1488798
EZFLEX	02/05/02	2535490
FLEXSERV	10/22/02	2640140

Ceridian Corporation

<u>Mark</u>	<u>Reg. Date</u>	<u>Reg. No.</u>
Accountability	04/25/06	3085765
Ceridian	12/20/94	1868786
Ceridian	09/28/04	2890133
Ceridian Benefits Card	08/15/06	3131234
Ceridian Free to Be (Design)	06/01/04	2848481
Ceridian Freedom	09/12/06	3142875
Ceridian Freedom (Design)	08/22/06	3133771
Employee Advisory Resource	10/14/80	1140557
Generational Competence	10/23/07	3319970
HR/Comply	01/27/98	2133234
Lifebalance	10/17/06	3156278
Lifeworks	06/20/95	1900828
Payroll 2000	01/18/94	1817518
Signature	02/25/92	1676974
Source Tax Online	09/23/03	2767159
Taxsend	09/18/90	1613667
PULSE OF COMMERCE INDEX	03/01/11	3926827
PCI	03/01/11	3926881
CERIDIAN	02/14/12	4099264
C Ceridian & design	06/12/12	4158033

Schedule II

Trademark Applications

*Ceridian Stored Value Solutions, Inc. (f/k/a Stored Value Solutions, Inc. and Comdata
Stored Value Solutions, Inc.)*

<u>Mark</u>	<u>Filing Date</u>	<u>Application No.</u>
SPEND IT.	08/06/09	77798250
GIFT IT.	08/06/09	77798247
GIVE IT.	08/06/09	77798249
GIVE IT.SPEND IT.ANYWHERE.	08/06/09	77798251
GIFT IT.SPEND IT.ANYWHERE.	08/06/09	77798252

Ceridian Corporation

<u>Mark</u>	<u>Filing Date</u>	<u>Application No.</u>
CERIDIAN INVIEW	06/24/09	77767099 (Abandoned)
Know.How.Cube & design	01/29/10	77923255
INVIEW	03/17/11	85269254 (Abandoned)

INSIGHTS	08/24/11	85405464
Lifebalance	6/27/11	85357140