

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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|----------------------------------|---|-----------------------------|-------------------------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | SECURITY INTEREST | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Stadion Money Management, LLC | | 02/22/2013 | LIMITED LIABILITY COMPANY: DELAWARE |
| RECEIVING PARTY DATA | | | |
| Name: | RBS Citizens, N.A. | | |
| Street Address: | 28 State Street, MS1515 | | |
| City: | Boston | | |
| State/Country: | MASSACHUSETTS | | |
| Postal Code: | 02109 | | |
| Entity Type: | National Banking Association: UNITED STATES | | |
| PROPERTY NUMBERS Total: 4 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 3805996 | STADION | |
| Registration Number: | 3852412 | START SMART. FINISH STRONG. | |
| Serial Number: | 85525739 | STADION TRILOGY FUND | |
| Serial Number: | 85525741 | STADION OLYMPUS FUND | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | 2127557306 | | |
| | <i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i> | | |
| Phone: | 212-326-3939 | | |
| Email: | NYTEF@JONESDAY.COM | | |
| Correspondent Name: | Jennifer Thomas, Esq. | | |
| Address Line 1: | 222 East 41st Street | | |
| Address Line 4: | New York, NEW YORK 10017 | | |
| ATTORNEY DOCKET NUMBER: | 435285-610064 | | |

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|---|-------------------|
| NAME OF SUBMITTER: | Jennifer Thomas |
| Signature: | /Jennifer Thomas/ |
| Date: | 02/22/2013 |
| Total Attachments: 3 source=Notice of Security Interest in Trademarks#page1.tif source=Notice of Security Interest in Trademarks#page2.tif source=Notice of Security Interest in Trademarks#page3.tif | |

NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Security and Pledge Agreement dated as of February 22, 2013 (as the same may be amended, modified, extended or restated from time to time, the "Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and RBS Citizens, N.A. (the "Secured Party"), the undersigned Obligor has granted a continuing security interest in and continuing lien upon the trademarks and trademark applications shown below to the Secured Party:

TRADEMARKS

| <u>Trademark Registration No.</u> | <u>Description of Trademark Item</u> | <u>Date of Trademark</u> |
|-----------------------------------|--------------------------------------|--------------------------|
| 3805996 | Stadion | June 22, 2010 |
| 3852412 | Start Smart. Finish Strong. | September 28, 2010 |


TRADEMARK APPLICATIONS

| <u>Trademark Application No.</u> | <u>Description of Trademark Applied For</u> | <u>Date of Trademark Applications</u> |
|----------------------------------|---|---------------------------------------|
| 85525739 | Stadion Trilogy Fund | January 26, 2012 |
| 85525741 | Stadion Olympus Fund | January 26, 2012 |

The Obligors and the Secured Party 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 Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

Stadion Money Management, LLC

By: 
Name: Duane Bernt
Title: Chief Financial Officer

[Signature Page to Notice of Security Interest]

TRADEMARK
REEL: 004968 FRAME: 0604

Accepted and Agreed.

RBS CITIZENS, N.A., as Secured Party

By: _____

Name: *Scott Rybick*
Title: *DIRECTOR*

[Signature Page to Notice of Security Interest]