

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM323523

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Deutsche Bank AG New York Branch, as Collateral Agent		11/14/2014	CORPORATION: GERMANY

RECEIVING PARTY DATA

Name:	Ceridian LLC
Street Address:	3311 E. Old Shakopee Road
City:	Minneapolis
State/Country:	MINNESOTA
Postal Code:	55425
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE
Name:	Ceridian Benefits Services, Inc.
Street Address:	3311 E. Old Shakopee Road
City:	Minneapolis
State/Country:	MINNESOTA
Postal Code:	55425
Entity Type:	CORPORATION: FLORIDA
Name:	Comdata, Inc.
Street Address:	5301 Maryland Way
City:	Brentwood
State/Country:	TENNESSEE
Postal Code:	37027
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 58

Property Type	Number	Word Mark
Registration Number:	1760187	COMDATA
Registration Number:	1000368	T TRANSCEIVER
Registration Number:	1820482	SMARTFUEL
Registration Number:	992740	COMCHEK
Registration Number:	2521601	COMCHEK ECASH
Registration Number:	2490355	COMDATA
Registration Number:	2381032	COMSITE

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	2843431	GOCOMCHEK.COM
Registration Number:	2929328	COMDATA
Registration Number:	2964371	COMDATA
Registration Number:	2977155	COMDATA
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

Property Type	Number	Word Mark
Registration Number:	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: 3026365454

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

Phone: 800-927-9801 x 62348

Email: jpaterso@cscinfo.com

Correspondent Name: Corporation Service Company

Address Line 1: 1090 Vermont Avenue NW, Suite 430

Address Line 4: Washington, D.C. 20005

ATTORNEY DOCKET NUMBER: 378040-3

NAME OF SUBMITTER: Jean Paterson

SIGNATURE: /jep/

DATE SIGNED: 11/18/2014

Total Attachments: 6

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**TERMINATION AND RELEASE OF
SECURITY INTEREST IN TRADEMARKS**

THIS TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS (this "Termination"), is dated as of November 14, 2014, and made by Deutsche Bank AG New York Branch, as Collateral Agent, having an office at 60 Wall Street, New York, New York 10005 ("Deutsche Bank") to (i) Ceridian LLC, a Delaware limited liability company (successor in interest to Ceridian Corporation, a Delaware corporation), whose principal place of business is 3311 E. Old Shakopee Road, Minneapolis, Minnesota 55425, (ii) Ceridian Benefits Services, Inc., a Florida corporation, whose principal place of business is 3311 E. Old Shakopee Road, Minneapolis, Minnesota, 55425 and (iii) Comdata, Inc., a Delaware corporation (successor in interest to Ceridian Stored Value Solutions, Inc., a Delaware corporation, and Comdata Network, Inc., a Maryland corporation), whose principal place of business is 5301 Maryland Way, Brentwood, Tennessee 37027 (each a "Grantor" and collectively, the "Grantors").

WHEREAS, pursuant to (i) that certain Trademark Security Agreement, dated as of July 10, 2012, by each Grantor in favor of Deutsche Bank, and (ii) that certain Security Agreement, dated as of July 10, 2012, among, *inter alios*, each Grantor and Deutsche Bank, a lien on and security interest in all right, title and interest in and to any and all of each Grantor's rights (the "Interests") in certain collateral then owned or thereafter acquired by such Grantor was granted by each Grantor to Deutsche Bank in certain collateral, including the Trademark Collateral (as hereinafter defined);

WHEREAS, the Interests were recorded in the Trademark Assignment Recordation Branch of the United States Patent and Trademark Office on August 10, 2012, at Reel 4839 and Frame 0525;

WHEREAS, Deutsche Bank acknowledges full performance by each Grantor of the Obligations; and accordingly Deutsche Bank now desires to terminate and release the Interests; and to reconvey any and all rights in the Trademark Collateral to the Grantors; and

NOW, THEREFORE, for good and valuable consideration, Deutsche Bank hereby states as follows:

1. Definitions. The term "Trademark Collateral" shall mean 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 each 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: (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 A (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. Capitalized terms used herein without definition are used as defined in the Security Agreement, dated as of July 10, 2012, made by, *inter alios*, each Grantor in favor of Deutsche Bank.

2. Release of Security Interest. Deutsche Bank hereby terminates the Interests and terminates releases, relinquishes and discharges the Interests in the Trademark Collateral, without recourse, representation or warranty.

Deutsche Bank hereby authorizes the Grantors, or the Grantors' authorized representatives to: (a) record this Termination with the United States Patent and Trademark Office and/or any other applicable governmental office or agency, and (b) file UCC financing statement amendments with the applicable filing office in order to memorialize the release of the Interests of Deutsche Bank in the Trademark Collateral. Deutsche Bank agrees to execute and deliver to the Grantors all other instruments and other documents as may be necessary or proper to release the Interests in the Trademark Collateral which had been granted under the Trademark Security Agreement.

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IN WITNESS WHEREOF, Deutsche Bank has caused this Termination to be executed by its duly authorized officer as of the date first written above.

DEUTSCHE BANK AG NEW YORK BRANCH,
AS COLLATERAL AGENT

By: 
Name: **Dusan Lazarov**
Title: **Director**


J. Wong
Vice President

Schedule A

Trademarks and Trademark Applications

Trademark Registrations

Owner	Trademark	Registration Date	Registration Number
Comdata Network, Inc.	Comdata & Design	3/23/93	1760187
Comdata Network, Inc.	T Transceiver and Design	12/24/74	1000368
Comdata Inc.	SmartFuel	02/08/94	1820482
Comdata Inc.	COMCHEK	09/03/74	0992740
Comdata Network, Inc.	Comchek eCash	12/25/01	2521601
Comdata Network, Inc.	COMDATA	09/18/01	2490355
Comdata Inc.	COMSITE	08/29/00	2381032
Comdata Network, Inc.	gocomchek.com	05/18/04	2843431
Comdata Inc.	COMDATA	03/01/05	2929328
Comdata Inc.	COMDATA	06/28/05	2964371
Comdata Inc.	COMDATA	07/26/05	2977155
Comdata Inc.	COMDATA & Design	10/04/05	3004711
Comdata Inc.	Comdata & Design	10/30/07	3327812
Comdata Inc.	Design	11/6/07	3332626
Comdata Inc.	Comdata Payment Innovation & design	11/13/07	3337276
Comdata Inc.	SMARTCONVENIENCE	10/05/10	3858140
Comdata Inc.	SMARTCONVENIENCE	09/14/10	3848866
Comdata Inc.	SMARTDESQ	10/05/10	3858141
Comdata Inc.	SMARTDESQ	09/28/10	3854835
Comdata Inc.	SMARTSTATION	11/09/10	3874694
Comdata Inc.	SMARTLOCK	03/15/11	3932042
Comdata Inc.	SMARTAUTHORIZE	05/31/11	3971977
Comdata Inc.	SMARTAUTHORIZE	11/22/11	4059646
Comdata Inc.	SVS & design	05/05/09	3615714
Comdata Inc.	SVS & design	05/05/09	3615967
Ceridian HCM, Inc.	COBRASERV	05/17/88	1488798
Ceridian Benefits Services, Inc.	EZFLEX	02/05/02	2535490

Owner	Trademark	Registration Date	Registration Number
Ceridian Benefits Services, Inc.	FLEXSERV	10/22/02	2640140
Ceridian Corporation	Accountability	04/25/06	3085765
Ceridian HCM, Inc.	Ceridian	12/20/94	1868786
Ceridian HCM, Inc.	Ceridian	09/28/04	2890133
Ceridian HCM, Inc.	Ceridian Benefits Card	08/15/06	3131234
Ceridian Corporation	Ceridian Free to Be (Design)	06/01/04	2848481
Ceridian Corporation	Ceridian Freedom	09/12/06	3142875
Ceridian Corporation	Ceridian Freedom (Design)	08/22/06	3133771
Ceridian HCM, Inc.	Employee Advisory Resource	10/14/80	1140557
Ceridian HCM, Inc.	Generational Competence	10/23/07	3319970
Ceridian HCM, Inc.	HR/Comply	01/27/98	2133234
Ceridian HCM, Inc.	Lifebalance	10/17/06	3156278
Ceridian HCM, Inc.	Lifeworks	06/20/95	1900828
Ceridian HCM, Inc.	Payroll 2000	01/18/94	1817518
Ceridian HCM, Inc.	Signature	02/25/92	1676974
Ceridian HCM, Inc.	Source Tax Online	09/23/03	2767159
Ceridian HCM, Inc.	Taxsend	09/18/90	1613667
Ceridian HCM, Inc.	PULSE OF COMMERCE INDEX	03/01/2011	3926827
Ceridian HCM, Inc.	PCI	03/01/2011	3926881
Ceridian HCM, Inc.	CERIDIAN	02/14/2012	4099264
Ceridian HCM, Inc.	C Ceridian & design	06/12/2012	4158033

Trademark Applications

Owner	Trademark	Application Date	Application Number
Ceridian Stored Value Solutions, Inc.	SPEND IT.	08/06/09	77798250
Ceridian Stored Value Solutions, Inc.	GIFT IT.	08/06/09	77798247
Ceridian Stored Value Solutions, Inc.	GIFT IT.	08/06/09	77798249
Ceridian Stored Value Solutions, Inc.	GIVE IT. SPEND IT. ANYWHERE.	08/06/09	77798251

Owner	Trademark	Application Date	Application Number
Ceridian Stored Value Solutions, Inc.	GIVE IT. SPEND IT. ANYWHERE.	08/06/09	77798252
Ceridian Corporation	CERIDIAN INVIEW	06/24/09	77767099
Ceridian HCM, Inc.	KNOW. HOW. Cube & design	01/29/10	77923255
Ceridian Corporation	INVIEW	03/17/11	85269254
Ceridian HCM, Inc.	INSIGHTS	08/24/11	85405464
Ceridian HCM, Inc.	Lifebalance	6/27/11	85357140