

07-31-2000

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Form PTO-1594  
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U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):  
**Immedient Corporation**

Individuals  Association  
 General Partnership -  Limited Partnership  
 Corporation - State: Delaware  
 Other \_\_\_\_\_

Additional name(s) of conveying party(ies) attached?  Yes  No

2. Name and address of receiving party(ies):  
Name: **Staffing Solutions Holding Company 2, Inc.**

Internal Address: **Suite 1250**  
 Street Address: **222 W. Las Colinas Blvd.**  
 City: **Irving** State: **Texas** ZIP: **75039**

Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation - **Delaware**  
 Other - \_\_\_\_\_

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)  
 Additional name(s) & address(es) attached?  Yes  No

3. Nature of conveyance:

Assignment  Merger  
 Security Interest  Change of Name  
 Other \_\_\_\_\_

Execution Date: **December 23, 1999**

4. Application number(s) or registration number(s):  
A. Trademark Application No.(s)

Additional numbers attached?  Yes  No

Trademark Registration No.(s)\

**2,151,346**  
**1,985,401**

5. Name and address of party to whom correspondence concerning document should be mailed:  
Name: **Brian Jaenicke, Legal Assistant**  
Internal Address: **White & Case LLP**

Street Address: **1155 Avenue of the Americas**  
City: **New York** State: **NY** ZIP: **10036**

6. Total number of applications and registration involved: **2**

7. Total fee (37 CFR 3.41): ..... \$ **65.00**

Enclosed  
 Authorized to be charged to deposit account in case of deficiency

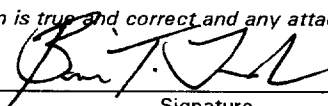
8. Deposit account number:  
**23-1705 (in case of deficiency)**

(Attach duplicate copy of this page if paying by deposit account)

07/31/2000 NTHW11 00000006 2151346  
 01 FC:481 40.00 OP  
 02 FC:482 25.00 OP

DO NOT USE THIS SPACE

9. 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.*

**Brian T. Jaenicke**  **7/5/00**  
 Name of Person Signing Signature Date

Total number of pages comprising cover sheet: **1**

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

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

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

**ASSIGNMENT OF TRADEMARKS**

This ASSIGNMENT OF TRADEMARKS AGREEMENT is made and entered into as of the 23 day of December, 1999, by and between IMMEDIANT CORPORATION, a Delaware corporation (the "Assignor"), and STAFFING SOLUTIONS HOLDING COMPANY 2, INC., a Delaware corporation with principal offices at 222 W. Las Colinas Blvd., Suite 1250, Irving, Texas, 75039 (the "Assignee").

WHEREAS, Assignor owns all right, title and interest in and to the trademarks, service marks and trade names listed in Schedule A annexed hereto (the "Marks").

WHEREAS, Assignee is desirous of acquiring the Marks, and any applications and registrations thereof;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby assign, sell and transfer to Assignee its entire right, title and interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, and any applications and registrations thereof.

Dated: December 23, 1999

IMMEDIANT CORPORATION

By: Joe Kelly

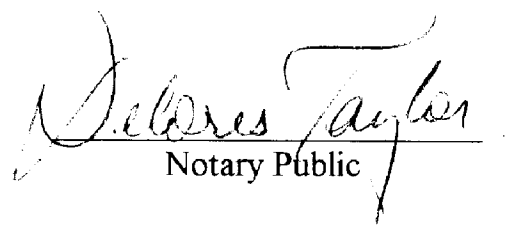
Name: Joe Kelly

Title: Vice President

STATE OF NEW YORK     )  
  ) ss.:  
COUNTY OF NEW YORK    )

On this 23<sup>rd</sup> day of December, 1999, before me personally appeared

Joseph Kelly, who, being by me duly sworn, did depose and say that that [s]he is  
Vice-President of IMMEDIANT CORPORATION, that [s]he is authorized to execute the  
foregoing Grant on behalf of said corporation and that [s]he did so by authority of the Board of  
Directors of said corporation.

  
Notary Public

DELORES TAYLOR  
Notary Public, State of New York  
No. 01TA6010553  
Qualified in Nassau County  
Certificate Filed in New York County  
Commission Expires July 20, 2000

**SCHEDULE OF MARKS**

<b>Mark</b>	<b>Registration (Application) Number</b>	<b>Registration (Application) Date</b>
GUESTFIRST	1,985,401	July 9, 1996
MEDICAL SOLUTIONS	2,151,346	April 14, 1998