FORM PTO-1618A Expires 06/30/99 OMB 0651-0027

12-22-2000



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

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RECORDATION FORM COVER SHEET

Resubmission (Non-Recordation) Document ID #		WARKS UNLY
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Resubmission Non-Recordation X Security Agreement Nunc Pro Tunc Assignment Effective Date Month Day Year	Submission Type	Conveyance Type
Correction of PTO Error Ree! # Frame # Change of Name Corrective Document Ree! # Frame # Other Conveying Party Mark if additional names of conveying parties attached Menth Day Year Conveying Party Mark if additional names of conveying parties attached Menth Day Year I1-21-2000 Formerly Individual General Partnership Limited Partnership X Corporation Association Other Citizenship/State of Incorporation/Organization Delaware Receiving Party X Mark if additional names of receiving parties attached Name GMAC Commercial Credit Development Limited DBA/AKATTA Composed of Address (line 1) Sovereign House, Church Street Address (line 2) House, Church Street Address (line 3) Brighton, East Sussex United Kingdom State Country Individual General Partnership Limited Partnership Individual General Partnership Limited Partnership Individual General Partnership Limited Partnership Association Other Citizenship/State of Incorporation/Organization England FOR OFFICE USE ONLY	X New	Assignment License
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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 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

FORM PTO- Expires 06/30/99 OMB 0651-0027	1618B Page 2	U.S. Department of Commerce Patent and Trademark Office TRADEMARK
	Representative Name and Address Enter for the first Receiving Par	ty only.
Name		
Address (line 1)		
Address (line 2)		
Address (line 3)		
Address (line 4)		
Correspond	dent Name and Address Area Code and Telephone Number 212-858-1	482
Name	George Januzzi	
Address (line 1)	Winthrop, Stimson, Putnam & Roberts	
Address (line 2)	One Battery Park Plaza	
Address (line 3)	New York, NY 10004-1490	
Address (line 4)		
Pages	Enter the total number of pages of the attached conveyance document including any attachments.	# 2
Enter either the	e Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for	
75924126		
75844790		
75811565		
Number of I	Enter the total number of properties involved.	
Fee Amoun		.00
	of Payment: Enclosed X Deposit Account	
Deposit A (Enter for p	Account Deposit Account Number: #	
	Authorization to charge additional fees: Yes	No

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

Signature

Statement and Signature

indicated herein.

George Januzzi Name of Person Signing

> TRADEMARK REEL: 002198 FRAME: 0212

11-29-00

Date Signed

FORM PTO-1618C Expires 06/30/99

RECORDATION FORM COVER SHEET CONTINUATION TRADEMARKS ONLY

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

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Other	
Citizens	ship State of Incorporation/Organization
Receiving Enter Additions	Party
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Composed o	of
Address (line	Sovereign House, Church Street
Address (line 2	2)
Address (line 3	Brighton, East Sussex United Kingdom BN1 1SS City State/Country If document to be recorded is an
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٠ ,	ship/State of Incorporation/Organization England
	k Application Number(s) or Registration Number(s) Mark if additional numbers attached the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).
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TRADEMARK REEL: 002198 FRAME: 0213

Execution Copy

MEMORANDUM OF SECURITY AGREEMENT

Pursuant to a Trademark Collateral Assignment and Security Agreement dated as of

December 31, 1998, as amended by that certain Amendment No. 1 dated as of August 14, 2000

(the "Security Agreement"), CORPORATE SERVICES GROUP HOLDINGS, INC., whose

chief executive office is located at 4400 Post Oak Parkway, Suite 2220, Houston, Texas 77027

("Pledgor"), has granted to GMAC Commercial Credit Development Limited and GMAC

Commercial Credit Limited, each having its chief executive office located at Sovereign House.

Church Street, Brighton, East Sussex, BN1 1SS, United Kingdom (collectively, the "Secured

Party"), a continuing security interest in, and continuing lien upon, the Collateral (as that term is

defined in the Security Agreement), including without limitation all of Pledgor's right, title and

interest in and to the trademarks, trademark applications and service marks listed on the attached

Schedule, and all applications, registrations, recordings, reissues, extensions and renewals and

proceeds (including accounts receivable and royalties) thereof (collectively, the "Trademarks"),

together with the goodwill of the business connected with the use of and symbolized by the

Trademarks. The Secured Party's security interest in and lien upon the Trademarks can be

terminated only in accordance with the terms of the Security Agreement.

Dated: November 21, 2000

CORPORATE SERVICES GROUP HOLDINGS, INC.

Steven R. Drexel

Title:

Chief Financial Officer

CORESTAFF Services. Inc.

63254652.02

TRADEMARK REEL: 002198 FRAME: 0214

SCHEDULE

Trademark/Service Mark Registrations

Mark Registration Number

MATCHING PEOPLE WITH OPPORTUNITY 2,262,876

Trademark Applications

MarkApplication NumberINFOCURRENT75/924,126CREATIVECORE75/844,790ACCOUNTCORE75/811,565CORESTAFF UNISON75/687,377

CAREER TRUST 75/801,754

63254652.02

TRADEMARK RECORDED: 12/01/2000 REEL: 002198 FRAME: 0215