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ET U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

Tab settings

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

12/26/01

1. Name of conveying party(ies): 12/26/01 MPS IP Services Corp. f/k/a Modis Licensing Corporation

- Individual(s) Association General Partnership Limited Partnership Corporation-State Florida Other

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: 12/19/01

2. Name and address of receiving party(ies)

Name: Kforce Inc. Internal Address:

Street Address: 1001 East Palm Ave.

City: Tampa State: Florida Zip: 33605

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Florida 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

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,185,353

Additional number(s) attached Yes No

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

Name: Pamela K. Phillips, Esq.

Internal Address: LeBoeuf, Lamb, Greene &

MacRae, LLP

50 North Laura Street,

Street Address: Suite 2800

City: Jacksonville State: Florida Zip: 32202-3650

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41) \$ 40.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

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

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.

Marc M. Mayo Name of Person Signing

Signature

12/19/01 Date

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

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

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TRADEMARK REEL: 002412 FRAME: 0227

ASSIGNMENT OF TRADEMARK**U.S. REGISTRATION NO. 2,185,353**

WHEREAS, MPS IP Services Corp. ("Assignor"), f/k/a Modis Licensing Corp., with its principal business offices at 1 Independent Drive, Jacksonville, Florida 32202, is the owner of all right, title, and interest in the following trademark (the "Mark"):

SCIENTIFIC STAFFING, which is registered in the United States Patent and Trademark Office as of September 1, 1998, as Registration No. 2,185,353; and

WHEREAS, Kforce Inc. ("Assignee") is desirous of acquiring any and all rights that Assignor may have in and to the Mark and the applications and registrations therefor, together with that part of the goodwill of the business in connection with which the Mark is used and which are symbolized by the Mark, along with the right to recover for damages and profits for past infringements thereof;

NOW, THEREFORE, for good and valuable consideration, Assignor does hereby assign unto Assignee all right, title and interest in and to the Mark and the applications and registrations therefor, throughout the world, together with that part of the goodwill of the business in connection with which the Mark are used and which are symbolized by the Mark, along with the right to recover for damages and profits for past infringements thereof;

Assignor agrees to execute and deliver at the request of the Assignee, all papers, instruments, and assignments, and to perform any other reasonable acts the Assignee may require in order to vest all Assignor's right, title, and interest in and to the Mark in the Assignee and/or to provide evidence to support any of the foregoing in the event such evidence is deemed necessary by the Assignee, to the extent such evidence is in the possession or control of Assignor.

MPS IP SERVICES CORP.

By: _____

Marc M. Mayo

Senior Vice President and Secretary