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Form PTO-1594
(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)

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

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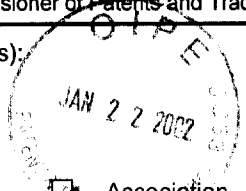
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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Varistaff, Inc.

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



1-22-02

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: August 17, 2000

2. Name and address of receiving party(ies)

Name: Kellament Properties, Inc.

Internal

Address:

Street Address: 999 W. Big Beaver Road

City: Troy State: MI Zip: 48084

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

2,053,288

2,141,533

Additional number(s) attached Yes No

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

Name: Christopher M. Brock

Internal Address: Harness, Dickey & Pierce, PLC

P.O. Box 838

Bloomfield Hills, Michigan 48303

Street Address:

City:

State:

Zip:

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41).....\$ 80.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

08-8750

(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.

Christopher M. Brock
Name of Person Signing

Christopher M. Brock
Signature

12/13/01

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

TRADEMARK
REEL: 2432 FRAME: 0733

ASSIGNMENT OF SERVICE MARKS

WHEREAS, Varistaff, Inc., a Wisconsin corporation ("Assignor"), is the owner of the service marks and United States registrations therefor set forth on Schedule A attached hereto, in connection with outsourcing services (the "Marks");

WHEREAS, Kellament Properties, Inc., a Delaware corporation ("Assignee"), and the successor of the ongoing and existing business of Assignor to which the Marks pertain, is desirous of acquiring any rights of Assignor in and to said Marks and registrations thereof; and

WHEREAS, Assignor and Assignee are parties to a certain Asset Purchase Agreement dated July 28, 2000 (the "Purchase Agreement").

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby assign unto Assignee all rights, title and interest in and to said Marks and registrations thereof, together with the goodwill of the business symbolized by said Marks, and in and to any and all causes of action, either in law or in equity, and the right to enforce any rights and to file any causes of action, including the right to recover damages, for any past, present or future infringement or misappropriation of said Marks, effective as of the date provided below.

VARISTAFF, INC.

By: 

Susan J. Marks

Title: President

Date: August 17, 2000

SCHEDULE A

MARK

U.S. REG. NO.

VARISTAFF

2,053,288

VARISOURCING

2,141,533

ACKNOWLEDGMENT

STATE OF WISCONSIN)
) ss.
COUNTY OF MILWAUKEE)

On this 17th day of August, 2000, before me appeared Susan J. Marks, the person who signed this instrument, who acknowledged that she signed it as her free act on behalf of Varistaff, Inc.

Subscribed and sworn to before me
this 17th day of August, 2000.

Barbara D. P. Clark
Notary Public State of Wisconsin
My Commission Expires: 6/9/02