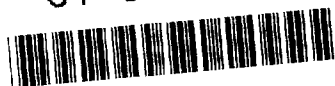


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TRADEMARK

ASSIGNMENT FORM COVER SHEET

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Trademark Application Number(s)			Registration Number(s)		
<input type="text" value="76/150,333"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1,894,453"/>	<input type="text" value="1,801,025"/>	<input type="text"/>
<input type="text" value="78/027,200"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1,644,577"/>	<input type="text" value="2,221,493"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2,027,330"/>	<input type="text"/>	<input type="text"/>

Number of Properties Enter the total number of properties involved. #

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$

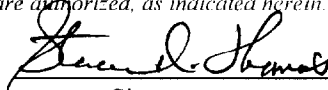
Method of Payment: Enclosed Deposit Account

Deposit Account
(Enter for payment by deposit account or if additional fees can be charged to the account.)
Deposit Account Number: #
Authorization to charge additional fees: Yes No

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. Charges to deposit account are authorized, as indicated herein.

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United States Patent and Trademark Office

Please be advised that pursuant to the Security Agreement dated as of October 26, 2001 (as the same may be amended, modified, extended or restated from time to time, the "Security Agreement") by and among the Credit Parties party thereto (each a "Credit Party" and collectively, the "Credit Parties") and Bank of America, N.A., as Collateral Agent (the "Collateral Agent") for the lenders referenced therein (the "Lenders"), the undersigned Credit Party has granted a continuing security interest in and continuing lien upon the trademarks and trademark applications shown below to the Collateral Agent for the ratable benefit of the Lenders:

TRADEMARKS		
Registration Number	Description of Trademark Item	Registration Date
1,894,453	ALL BETTER NURSING	05/16/95
1,644,577	AMERICAN ANESTHESIA SERVICES	05/14/91
2,027,330	TRAVEL AMERICA	12/31/96
1,801,025	NURSES PLUS	10/26/93
2,221,493	TBM STAFFING, INC.	02/02/99

TRADEMARK APPLICATIONS		
Application Number	Description of Trademark Applied For	Application Date
76-150,333	AAS and Design	10/20/00
78-027,200	MSN MEDICAL STAFFING NETWORK, INC. and Design	9/22/00

The undersigned Credit Party and the Collateral Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the forgoing trademarks and trademark licenses (i) may be terminated only in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any of the foregoing trademarks and trademark licenses.

Very truly yours,

MEDICAL STAFFING NETWORK, INC.,
a Delaware corporation

By: SHilinski
Name: Scott Hilinski
Title: _____

Acknowledged and Accepted:

BANK OF AMERICA, N.A.,
as Collateral Agent

By: [Signature]
Name: James W. Ford
Title: MANAGING DIRECTOR