

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
MARITZ, INC.		04/25/2003	CORPORATION: MISSOURI

RECEIVING PARTY DATA

Name:	BANK OF AMERICA, N.A., as Administrative Agent
Street Address:	231 South LaSalle Street
Internal Address:	IL1-231-08-30
City:	Chicago
State/Country:	ILLINOIS
Postal Code:	60604
Entity Type:	National Association: UNITED STATES

PROPERTY NUMBERS Total: 101

Property Type	Number
Registration Number:	2691626
Registration Number:	2657216
Registration Number:	2662582
Registration Number:	2591532
Registration Number:	2667219
Registration Number:	2668313
Registration Number:	2660594
Registration Number:	2660593
Registration Number:	2570429
Registration Number:	2568344
Registration Number:	2496076

OP \$2540.00 2691626

Registration Number:	2457272
Registration Number:	2442870
Registration Number:	2505558
Registration Number:	2496985
Registration Number:	2656863
Registration Number:	2654710
Registration Number:	2397091
Registration Number:	2360821
Registration Number:	2225510
Registration Number:	2214505
Registration Number:	2217188
Registration Number:	2303298
Registration Number:	2127237
Registration Number:	2355561
Registration Number:	2158398
Registration Number:	2211627
Registration Number:	2105351
Registration Number:	2083601
Registration Number:	2136658
Registration Number:	2248461
Registration Number:	2066999
Registration Number:	2185277
Registration Number:	2081062
Registration Number:	2118917
Registration Number:	2043280
Registration Number:	2122049
Registration Number:	2011025
Registration Number:	1771908
Registration Number:	1750363
Registration Number:	1741632
Registration Number:	1718628
Registration Number:	1771150

Registration Number:	1690457
Registration Number:	1702061
Registration Number:	1697129
Registration Number:	1634313
Registration Number:	1572341
Registration Number:	1619507
Registration Number:	1556057
Registration Number:	1503222
Registration Number:	1491444
Registration Number:	1492539
Registration Number:	1481861
Registration Number:	1455702
Registration Number:	1462193
Registration Number:	1438291
Registration Number:	1397909
Registration Number:	1403461
Registration Number:	1322618
Registration Number:	1353211
Registration Number:	1349928
Registration Number:	1333540
Registration Number:	1325032
Registration Number:	1030254
Registration Number:	993515
Registration Number:	810573
Registration Number:	747058
Registration Number:	1501168
Registration Number:	2696589
Registration Number:	2673196
Registration Number:	2633130
Registration Number:	2556239
Registration Number:	2393847
Serial Number:	76423710

Serial Number:	78225337
Serial Number:	78229260
Serial Number:	78224227
Serial Number:	78168788
Serial Number:	78168080
Serial Number:	78167513
Serial Number:	78167504
Serial Number:	78167495
Serial Number:	78167479
Serial Number:	76424751
Serial Number:	76424473
Serial Number:	76379284
Serial Number:	76373108
Serial Number:	76368404
Serial Number:	76313196
Serial Number:	76198321
Serial Number:	76198310
Serial Number:	76136707
Serial Number:	76102218
Serial Number:	76089340
Serial Number:	76062656
Serial Number:	76061325
Serial Number:	76052300
Serial Number:	75903695
Serial Number:	75794690
Serial Number:	76321483

**CORRESPONDENCE DATA**

Fax Number: (919)286-8199

*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*

Phone: (919) 286-8122

Email: PTO\_TMconfirmation@mvalaw.com

Correspondent Name: Moore & Van Allen PLLC

Address Line 1: 2200 W. Main Street  
Address Line 2: Suite 800  
Address Line 4: DURHAM, NORTH CAROLINA 27705

ATTORNEY DOCKET NUMBER:	017625/002358
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NAME OF SUBMITTER:	Steven D. Thomas
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<p><b>Total Attachments: 6</b> source=NGSI-T Maritz, Inc#page1.tif source=NGSI-T Maritz, Inc#page2.tif source=NGSI-T Maritz, Inc#page3.tif source=NGSI-T Maritz, Inc#page4.tif source=NGSI-T Maritz, Inc#page5.tif source=NGSI-T Maritz, Inc#page6.tif</p>
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NOTICE  
OF  
GRANT OF SECURITY INTEREST  
IN  
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Security Agreement dated as of April 25, 2003 (the "Security Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and Bank of America, N.A., as Administrative Agent (the "Administrative Agent") for the Lenders referenced therein (the "Lenders"), the undersigned Obligor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications shown below to the Administrative Agent for the ratable benefit of the Lenders:

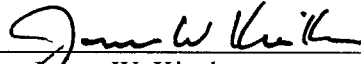
TRADEMARKS

<u>Trademark No.</u>	Description of Trademark <u>Item</u>	Date of <u>Trademark</u>
	See attached Schedule A	
	<u>Trademark Applications</u>	
<u>Trademark Applications No.</u>	Description of Trademark <u>Applied For</u>	Date of Trademark <u>Applications</u>
	See attached Schedule A	

The Obligors and the Administrative Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

MARITZ INC.,  
a Missouri corporation

By:   
Name: James W. Kienker  
Title: Senior Executive Vice President,  
Chief Financial Officer and Treasurer

Obligor's Address:

1375 North Highway Drive  
Fenton, MO 630991

Acknowledged and Accepted:

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

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

The Obligors and the Administrative Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

MARITZ INC.,  
a Missouri corporation

By: \_\_\_\_\_  
Name: James W. Kienker  
Title: Senior Executive Vice President,  
Chief Financial Officer and Treasurer

Obligor's Address:

1375 North Highway Drive  
Fenton, MO 630991

Acknowledged and Accepted:

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

By: David A. Johanson  
Name: David A. Johanson  
Title: Vice President

Trademark Filing  
Maritz Inc.

**TRADEMARK**  
REEL: 002670 FRAME: 0175



**Maritz Inc.  
(Missouri Corporation)**

**U.S. Trademarks**

**Registered Marks**

<b>Mark</b>	<b>Registration No.</b>	<b>Registration Date</b>
DEALERPULSE	2691626	2/25/03
ONE	2657216	12/3/02
YOUR REWARDS	2662582	12/17/02
MARITZ STATS and Design	2591532	7/9/02
QUICK PRO	2667219	12/24/02
IMPACT	2668313	12/31/02
ENVOY	2660594	12/10/02
ENVOY and Design	2660593	12/10/02
D DELVE and Design	2570429	5/14/02
DELVE	2568344	5/7/02
MINDABILITY and Design	2496076	10/9/01
LIBRIX	2457272	6/5/01
LIBRIX	2442870	4/10/01
EQUEST and Design	2505558	11/6/01
MTCENTRAL	2496985	10/9/01
EMARITZ	2656863	12/3/02
TRAVELOGON	2654710	11/26/02
THE MARITZ PERFORMANCE SYSTEM	2397091	10/24/00
MAVERICK	2360821	6/20/00
MCGETTIGAN PARTNERS and Design	2225510	2/23/99
EXCLUSIVELY YOURS	2214505	12/29/98
THE SMART SOURCE FOR DATA COLLECTION	2217188	1/12/99
CALLFORCEONE	2303298	12/28/99
THE CARD THAT NEVER SENDS A BILL	2127237	1/6/98
NORTH STAR	2355561	6/6/00
CERTSOURCE	2158398	5/19/98
NEXTREND	2211627	12/15/98
ULTIMATE INCENTIVES	2105351	10/14/97
THE STUFF DREAMS ARE MADE OF	2083601	7/29/97
YC and Design	2136658	2/17/98
YOUR CHOICE	2248461	6/1/99
MARITRACS	2066999	6/3/97
QUICKCALL SYSTEM	2185277	9/1/98
IMMEDIATE REWARDS MADE EASY	2081062	7/22/97
REFERENCES	2118917	12/9/97
SPEAKBACK!	2043280	3/11/97
VIRTUAL CUSTOMERS	2122049	12/16/97
CORE DISCOVERY	2011025	10/22/96
Miscellaneous Design	1771908	5/18/93
MORE THAN MEASUREMENT	1750363	2/2/93
PERFORMANCE IMPROVEMENT IS OUR BUSINESS	1741632	12/22/92
QCS	1718628	9/22/92

Mark	Registration No.	Registration Date
IMPACCT	1771150	5/18/93
LOYALTY MARKETING SYSTEM	1690457	6/2/92
TRAINED CONSUMER	1702061	7/21/92
SERVING CORPORATE TRAVEL NEEDS WORLDWIDE	1697129	6/23/92
RUN THROUGH THE WAREHOUSE	1634313	2/5/91
EXCELLENCE	1572341	12/19/89
MARITZ STATS	1619507	10/30/90
ACCESS 800	1556057	9/12/89
Q and Design	1503222	9/6/88
MMRI	1491444	6/7/88
ASAP	1492539	6/14/88
AMERIPOLL	1481861	3/22/88
INSTA-DATA	1455702	9/1/87
INSTA-BID	1462193	10/20/87
MARITZ	1438291	4/28/87
M and Design	1397909	6/17/86
MPV	1403461	7/29/86
IDEASYSTEM	1322618	2/26/85
EXCELLENCE and Design	1353211	8/6/85
EXCLUSIVELY YOURS	1349928	7/16/85
MAPPS	1333540	4/30/85
JOURNEY HAWAII	1325032	3/12/85
QUALITY CONTROLLED SERVICES	1030254	1/13/76
NATIONAL AWARD HEADQUARTERS	993515	9/24/74
MARITZ	810573	6/28/66
MARITZ	747058	3/19/63
AGRI-DISCOVERY	1501168	8/23/88
OPTIMISER (Stylized)	2696589	3/11/03
TQ3 TRAVEL SOLUTIONS	2673196	1/7/03
TQ3 (Stylized)	2633130	10/8/02
VIRTUAL REWARDS	2556239	4/2/02
GTM	2393847	10/10/00

### Pending Applications

Mark	Application No.	Filing Date
SME ASSOCIATES	76423710	6/20/02
REWARDEXPRESS	78225337	3/13/03
REWARDIRECT	78229260	3/24/03
MANAGER SERIES	78224227	3/11/03
BRANDXCELLENCE and Design	78168788	9/27/02
SALES INCENTIVE MANAGER	78168080	9/26/02
RECOGNITION MANAGER	78167513	9/24/02
SERVICE ANNIVERSARY MANAGER	78167504	9/24/02
SALES REFERRAL MANAGER	78167495	9/24/02
ENTERPRISE REWARD & RECOGNITION MANAGER	78167479	9/24/02
THE SCIENCE AND ART OF PEOPLE AND POTENTIAL	76424751	6/21/02
Miscellaneous Design	76424473	6/21/02
REWARD & RECOGNITION MANAGER	76379284	3/7/02

	Application No.	Filing Date
MAXIMIZING CUSTOMER VALUE	76373108	2/20/02
MARITZGROUPGETAWAYS	76368404	2/7/02
EPM ENTERPRISE PERFORMANCE MANAGEMENT	76313196	9/17/01
WACAM	76198321	1/23/01
WHAT AMERICA CARES ABOUT MOST	76198310	1/23/01
MEETINGHQ	76136707	9/27/00
MAGNET	76102218	8/3/00
EM (Stylized)	76089340	7/14/00
HEYBRIDGE and Design	76062656	6/5/00
CALLOGIX and Design	76061325	6/1/00
HEYBRIDGE	76052300	5/18/00
YOUR BUSINESS TO EBUSINESS	75903695	1/26/00
E-VALUATOR	75794690	9/8/99
TQ3	76321483	10/4/01