

6-9-03

06-09-2003

Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027- (exp. 6/30/2005)

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

102467115

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

1. Name of conveying party(ies):
Oasis Outsourcing Holdings, Inc.

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

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

2. Name and address of receiving party(ies):

Name: The Wackenhut Corporation

Internal Address: _____

Street Address: 4200 Wackenhut Drive, # 100

City: Palm Beach Gardens State: FL ZIP: 33410

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
 (Designation must be a separate document from Assignment)
 Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: March 28, 2003

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

A. Trademark Application No.(s)
76/183,124 ; 76/210,451

B. Trademark Registration No.(s)
2,335,768 ; 2,397,264 ; 2,549,720 ; 2,597,498 ; 2,115,702 ; 2,175,518 ; 2,175,519 ; 2,143,505

Additional number(s) attached? Yes No

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

Name: Robyn Rahbar, Esq.

Internal Address: Simpson Thacher & Bartlett LLP

Street Address: 425 Lexington Avenue

City: New York State: NY ZIP: 10017

6. Total number of applications and registrations involved: 10

7. Total fee (37 CFR 3.41): \$ 265.00
 Enclosed
 Authorized to be charged to ~~deposit account~~ credit card

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.

Robyn Rahbar, Esq. [Signature] 6/6/03
 Name of Person Signing Signature Date

06/09/2003 6TON11 00000146 76183124

Total number of pages including cover sheet, attachments, and document: 6

01 FC:4521
02 FC:4522

40.00 00
225.00 00
Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents and Trademarks, Box Assignments
Washington, D.C. 20231

TRADEMARK
REEL: 002748 FRAME: 0608

TRADEMARK ASSIGNMENT OF SECURITY

WHEREAS, OASIS OUTSOURCING HOLDINGS, INC., formerly known as Wackenhut Resources, Incorporated, a corporation organized under the laws of the State of Florida ("Borrower"), has adopted, used and is using the marks shown in the attached Schedule A (the "Marks"), for which there are registrations or applications in the United States Patent and Trademark Office under the numbers shown in the attached Schedule A; and

WHEREAS, Borrower is obligated to THE WACKENHUT CORPORATION ("Lender") pursuant to (i) a certain Senior Subordinated Promissory Note, dated the date hereof, made by Borrower and the other debtors named therein in favor of Lender and (ii) a certain Trademark Collateral Security Agreement, dated the date hereof, made by Borrower in favor of Lender (as each may be amended, modified, restated or supplemented from time to time, collectively, the "Agreements"); and

WHEREAS, pursuant to the Agreements, Borrower is granting to Lender for its benefit a security interest in the Marks, the goodwill of the business symbolized by the Marks, and the registrations and applications therefor.


NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Borrower does hereby assign unto Lender for its benefit and grant to Lender for its benefit a security interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, and registrations and applications therefor, which assignment and security interest shall secure all the obligations as defined in the Agreements and in accordance with the terms and provisions thereof; provided, however, that the foregoing assignment shall be subject to the provisions of the Subordination Agreements (as defined in the Agreements).

Borrower expressly acknowledges and affirms that the rights and remedies of Lender with respect to the assignment and security interest granted hereby are more fully set forth in the Agreements.

[Signatures Follow]

Dated: March 28th, 2003

/OUTSOURCING
OASIS HOLDINGS, INC.

By: 
Name: Rick Rosen
Title: Vice President
Address: 4400 Congress Avenue
 Suites 150 and 250
 West Palm Beach, FL 33407

THE WACKENHUT CORPORATION, as
Lender

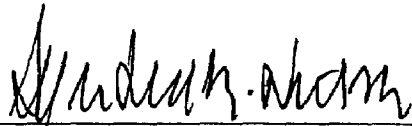
By: _____
Name:
Title:
Address: 4200 Wackenhut Drive, #100
 Palm Beach Gardens, Florida 33410

Dated: March 28, 2003

OUTSOURCING
OASIS HOLDINGS, INC.

By: _____
Name: Rick Rosen
Title: Vice President
Address: 4400 Congress Avenue
Suites 150 and 250
West Palm Beach, FL 33407

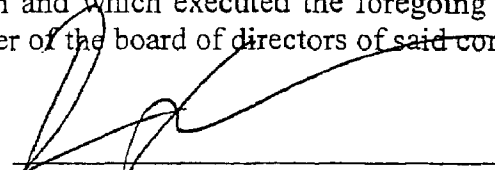
THE WACKENHUT CORPORATION, as
Lender

By:  _____
Name: Soren Lundsberg-Nielsen
Title: Group General Counsel
Address: 4200 Wackenhut Drive, #100
Palm Beach Gardens, Florida 33410

STATE OF Florida)

COUNTY OF Duval) : ss.:

On this 28th day of March, 2003, before me personally came Rick Rosen, to me known, who, being by me duly sworn, did depose and say that s/he is the Vice President of Oasis *Outsourcing* Holdings, Inc., the corporation described in and which executed the foregoing instrument; and that s/he signed her/his name thereto by order of the board of directors of said corporation.



Notary Public



Donn Beloff
MY COMMISSION # CC945553 EXPIRES
September 22, 2004
BONDED THRU TROY FAIN INSURANCE, INC.

SCHEDULE A

Schedule A to a Trademark Assignment of Security dated March 28th, 2003, by and between Oasis Outsourcing Holdings, Inc. and The Wackenhut Corporation.

Mark	Country	Registration Date	Application/Registration NO.
Legal to Legal	USA	3/28/00	2,335,768
Miscellaneous design for LEGAL-TO-LEGAL	USA	10/24/00	2,397,264
MIND YOUR OWN BUSINESS	USA	--	76/183124
OASIS & Design (Color)	USA	--	76/210451
OASIS & Design (b&w)	USA	3/19/02	2,549,720
OASIS & Design (Color)	USA	7/23/02	2,597,498
OASIS	USA	11/25/97	2,115,702
Oasis Logo (Color)	USA	7/21/98	2,175,518
Oasis Logo (b&w)	USA	7/21/98	2,175,519
Your Human Resourcing Pool	USA	3/10/98	2,143,505

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