

06-27-2003

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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):  
TALENT TREE, INC.

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

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

2. Name and address of receiving party(ies)

Name: TALENT TREE EMPLOYMENT SERVICES, INC.

Internal  
Address: \_\_\_\_\_

Street Address: 9703 RICHMOND AVENUE

City: HOUSTON      State: TEXAS      (Zip) 77042

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

3. Nature of conveyance:

Assignment                       Merger  
 Security Agreement               Change of Name  
 Other: \_\_\_\_\_

Execution Date \_\_\_\_\_

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

A. Trademark Application No.(s) 76/496.125

Additional number(s) attached    Yes    No

B. Trademark Registration No.(s)-----  
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5. Name and address of party to whom correspondence concerning document should be mailed:

Name: GARY L. BUSH, ESQ.

Internal  
Address: ANDREWS & KURTH, LLP.

Street Address: 600 TRAVIS, SUITE 4200

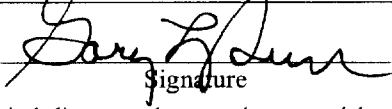
City: HOUSTON      State: TEXAS      (Zip) 77002

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:  
50-0897 (145408/TTR091)

DO NOT USE THIS SPACE

9. Signature.  
GARY L. BUSH                                            \_\_\_\_\_, 2003  
Name of Person Signing                      Signature                      Date

Total number of pages including cover sheet, attachments, and document: 3

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

# ASSIGNMENT OF UNITED STATES TRADEMARK RIGHTS

**WHEREAS, TALENT TREE, INC.** (hereinafter referred to as "ASSIGNOR") a corporation organized and existing according to the laws of the State of Florida having a correspondence address of 9703 Richmond Avenue, Houston, Texas 77042, is the owner of a certain United States trademark and has adopted, used and is using the mark, EMPLOYHR (hereinafter referred to as the TRADEMARK RIGHTS) in connection with the following goods and/or services: Comprehensive Employee Administrative Services, Including Payroll, Payroll Tax, Benefits Administration, Human Resource Administration and Human Resource Consulting Services; and

**WHEREAS** ASSIGNOR has filed an application for federal registration for the MARK on the Principal Register of the United States Patent and Trademark Office in connection with the goods and/or services identified therein, under Serial No. 76/496.125 which was filed March 10, 2003; and

**WHEREAS TALENT TREE EMPLOYMENT SERVICES, INC.**, a corporation organized and existing according to the laws of the State of Delaware, having a correspondence address of 9703 Richmond Avenue, Houston, Texas 77042 (hereinafter referred to as "ASSIGNEE") is desirous of acquiring all of ASSIGNOR'S right, title and interest in, to and under said TRADEMARK RIGHTS, together with the goodwill of the business in connection with which the TRADEMARK RIGHTS are used and which is symbolized by the TRADEMARK RIGHTS, along with the right to recover for damages and profits for past infringements thereof;

**NOW, THEREFORE**, for good and valuable consideration, receipt and sufficiency of which is hereby acknowledged, ASSIGNOR has agreed to and does hereby assign to ASSIGNEE all right, title and interest to said TRADEMARK RIGHTS together with the goodwill of the business in connection with which the TRADEMARK RIGHTS are used and which is symbolized by the TRADEMARK RIGHTS, and any resulting registration thereof,

**ASSIGNOR** hereby authorizes the Commissioner of Patents and Trademarks of the United States to issue the TRADEMARK RIGHTS to ASSIGNEE in accordance with the terms of this instrument.

**IN TESTIMONY WHEREOF**, I have set my hand this 27<sup>th</sup> day of May, 2003.

**TALENT TREE, INC.**



Samuel Crocker  
Vice President and General Counsel

STATE OF TEXAS

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§  
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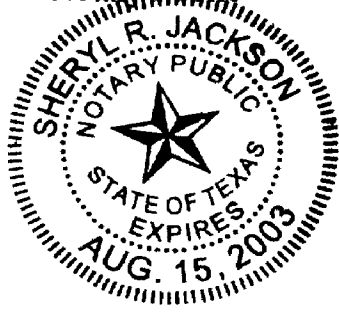
COUNTY OF HARRIS

BEFORE ME, the undersigned Notary Public, on this day personally appeared Samuel Crocker known to me to be the person and officer whose name is subscribed to the foregoing instrument and acknowledged to me that the same were the acts of said TALENT TREE, INC., a corporation, and that he has executed the same as the act of such corporation for the purposes and consideration therein expressed, and in the capacity therein stated.

GIVEN under my hand and seal of office this 27 day of May, 2003.

*Sheryl R. Jackson*  
Notary Public

My Commission Expires: 8.15.03



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