

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

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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

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., f/k/a Wackenhut Resources, Inc. [] Individual(s) [] Association [] General Partnership [] Limited Partnership [x] Corporation-State [] Other Additional name(s) of conveying party(ies) attached? [] Yes [x] No

2. Name and address of receiving party(ies) Name: PNC Bank, National Association Internal Address: Street Address: 201 S. Tryon Square, Suite 900 City: Charlotte State: NC Zip: 28202 [] Individual(s) citizenship [] Association [] General Partnership [] Limited Partnership [] Corporation-State [x] Other National Association 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 [x] Other corrective document previously recorded Execution Date: 03/28/03 @Reel 2709/Frame (security interest) 0844

4. Application number(s) or registration number(s): A. Trademark Application No.(s) B. Trademark Registration No.(s) Additional number(s) attached [x] Yes [] No

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Pablo Meles, Esq. Internal Address: Akerman Senterfitt Street Address: 222 Lakeview Avenue, 4th Floor City: West Palm Beach State: FL Zip: 33401

6. Total number of applications and registrations involved: 10 7. Total fee (37 CFR 3.41) \$ 265.00 [] Enclosed [x] Authorized to be charged to deposit account 8. Deposit account number: 50-0951

DO NOT USE THIS SPACE

9. Signature. Pablo Meles, Esq. [Signature] Date: March 19, 2004 Total number of pages including cover sheet, attachments, and document: 7

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

CH \$265.00 500951 76183124

SCHEDULE A

Schedule A to a Trademark Assignment of Security dated March __, 2003, by and between OASIS OUTSOURCING HOLDINGS, Inc. and PNC Bank, National Association, as Agent.

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

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 PNC BANK, NATIONAL ASSOCIATION ("PNC") and the various other financial institutions named in or which hereafter become a party to the Loan (collectively, the "Lenders" and individually a "Lender") and PNC, as agent for Lenders ("Agent") pursuant to (i) a certain Revolving Credit, Term Loan and Security Agreement, dated the date hereof, among Agent, Lenders, Borrower and the other credit parties named therein and (ii) a certain Trademark Collateral Security Agreement, dated the date hereof, made by Borrower in favor of Agent (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 Agent for its benefit and for the ratable benefit of Lenders 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 Agent for its benefit and for the ratable benefit of Lenders and grant to Agent for its benefit and for the ratable benefit of Lenders 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.

[Remainder of page intentionally left blank]


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

Dated: New York, New York
March 28, 2003

OASIS HOLDINGS, INC.

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

PNC BANK, NATIONAL ASSOCIATION, as
Lender and as Agent

By:  _____
Name: Michael E. Picard
Title: Vice President
Address: 201 S. Tryon Square, Suite 900
Charlotte, NC 28202

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

Dated: New York, New York
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

PNC BANK, NATIONAL ASSOCIATION, as
Lender and as Agent

By: _____

Name: Michael E. Picard

Title: Vice President

Address: 201 S. Tryon Square, Suite 900

Charlotte, NC 28202

STATE OF Florida)
 : ss.:
 COUNTY OF Miami-Dade

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.

[Signature]

Notary Public



Donn Beloff
MY COMMISSION # CC345553 EXPIRES
September 22, 2004
BONDED TRUSTEY FARM INSURANCE, INC.

STATE OF _____)
 : ss.:
 COUNTY OF _____)

On this _____ day of March, 2003, before me personally came Michael E. Picard, to me known, who, being by me duly sworn, did depose and say that s/he is the Vice President of PNC Bank, National Association, the company described in and which executed the foregoing instrument; and that s/he was authorized to sign her/his name thereto on behalf of said company.

Notary Public

STATE OF _____)
 : ss.:
COUNTY OF _____)

On this ____ 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 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

STATE OF New York)
 : ss.:
COUNTY OF New York)

On this 28 day of March, 2003, before me personally came Michael E. Picard, to me known, who, being by me duly sworn, did depose and say that s/he is the Vice President of PNC Bank, National Association, the company described in and which executed the foregoing instrument; and that s/he was authorized to sign her/his name thereto on behalf of said company.

Annette Lusardi
Notary Public

ANNETTE LUSARDI
Notary Public, State of New York
No. 01LU5077648
Qualified in Suffolk County
Commission Expires May 12, 2003