

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
ADP, Inc.		08/25/2006	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Automatic Data Processing, Inc.		
<b>Street Address:</b>	One ADP Boulevard		
<b>City:</b>	Roseland		
<b>State/Country:</b>	NEW JERSEY		
<b>Postal Code:</b>	07068		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	78652556	ONEADP SERVICE	
<b>Serial Number:</b>	78705301	ONE ADP SERVICE THE GATEWAY TO ADP	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(650)213-0260		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Email:</b>	patrademarks@manatt.com		
<b>Correspondent Name:</b>	Susan E. Hollander, Esq.		
<b>Address Line 1:</b>	1001 Page Mill Road, Building 2		
<b>Address Line 4:</b>	Palo Alto, CALIFORNIA 94304		
<b>ATTORNEY DOCKET NUMBER:</b>	25098.030.730,771 ONEADP		
<b>NAME OF SUBMITTER:</b>	Kimberley J. Thompson, Paralegal		
<b>Signature:</b>	/Kimberley J. Thompson/		
<b>Date:</b>	08/25/2006		

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Total Attachments: 2

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**TRADEMARK ASSIGNMENT**  
to  
**AUTOMATIC DATA PROCESSING, INC.**

This Trademark Assignment is made on this 25th day of August, 2006 (“**Effective Date**”), by ADP, Inc. a Delaware corporation located at 1950 Hassell Road, Hoffman Estates, Illinois 60195 (“**Assignor**”) to Automatic Data Processing, Inc., a Delaware corporation located at One ADP Boulevard, Roseland, New Jersey 07068 (“**Assignee**”).

WHEREAS, Assignor has adopted the ONEADP SERVICE, and the ONEADP SERVICE THE GATEWAY TO ADP trademarks (“**Trademarks**”) and has filed corresponding applications for obtaining federal registration of these trademarks in the United States Patent and Trademark Office (“**Applications**”):

<b>Trademark:</b>	<b>Services:</b>	<b>U.S. App. Serial No.:</b>	<b>Filing Date:</b>
<b>ONEADP SERVICE</b>	Class 42: Providing temporary use of online non-downloadable computer software for preparation and administration of business payroll and for human resources management.	78652556	June 16, 2005
<b>ONEADP SERVICE THE GATEWAY TO ADP &amp; Design</b>	Class 42: Providing temporary use of online non-downloadable computer software for preparation and administration of business payroll and for human resources management.	78705301	September 1, 2005


AND WHEREAS Assignor desires to assign the Trademarks and the Applications to Assignee because Assignee is a successor to that portion of Assignor’s business to which the Trademarks pertain, and that business is ongoing and existing;

NOW, THEREFORE, Assignor makes the following assignment:

**Assignment.** Assignor hereby assigns, transfers, and conveys, as of the Effective Date, all of Assignor’s right, title and interest in and to the Trademarks, in and to the Applications, and in and to all the business goodwill inherent in the Trademarks and in the Applications to Assignee, who is a successor to that portion of Assignor’s business to which the Trademarks pertain, and that business is ongoing and existing.

IN WITNESS WHEREOF, Assignor has caused this Trademark Assignment to be duly executed and delivered as of the Effective Date, and Assignee has acknowledged the execution and delivery.

ASSIGNOR: ADP, Inc.

By:   
(signature)

James B. Benson  
(name)

President & Secretary  
(title)

Date: August 25, 2006