

**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
MedAssets, Inc.		10/23/2006	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

Name:	Bank of America, N.A., as Administrative Agent
Street Address:	231 S. LaSalle Street
Internal Address:	IL1-231-08-30
City:	Chicago
State/Country:	ILLINOIS
Postal Code:	60604
Entity Type:	national banking association: UNITED STATES

**PROPERTY NUMBERS Total: 9**

Property Type	Number	Word Mark
Registration Number:	3037675	MEDASSETS
Registration Number:	3043515	MED ASSETS REVENUE SOLUTIONS NET REVENUE SYSTEMS
Registration Number:	2719216	MEDASSETS
Registration Number:	2889393	CAPTURE
Registration Number:	1722535	THE TRAVEL AGENCY BY HSCA
Serial Number:	78559635	COSTFACTS
Serial Number:	78449195	CROSSWALK
Serial Number:	78449187	MERGE TECHNOLOGY
Serial Number:	76589224	NRS

**CORRESPONDENCE DATA**

Fax Number: (919)416-8339  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*

OP \$240.00 3037675

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ATTORNEY DOCKET NUMBER:	17625.3664NTMEDASSEINCJES
NAME OF SUBMITTER:	John E. Slaughter
Signature:	/John E. Slaughter/
Date:	11/07/2006

Total Attachments: 3  
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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 October ~~22~~<sup>23</sup>, 2006 (as the same may be amended, modified, restated or supplemented from time to time, the "Security Agreement") by and among the Grantors from time to time party thereto (each an "Grantor" and collectively, the "Grantors") and Bank of America, N.A., as Administrative Agent (the "Administrative Agent") for the Secured Parties referenced therein, the undersigned Grantor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications set forth on Schedule 1 attached hereto to the Administrative Agent for the ratable benefit of the Secured Parties.

The undersigned Grantor and the Administrative Agent, on behalf of the Secured Parties, hereby acknowledge and agree that the security interest in the trademarks and trademark applications set forth on Schedule 1 attached hereto (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,

MEDASSETS, INC.,  
a Delaware corporation

By:   
Name: Jonathan H. Glenn  
Title: Executive Vice President

Acknowledged and Accepted:

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

By: 

Name: Kristine Thennes

Title: Vice President

Schedule 1  
**MedAssets, Inc.**  
**(Delaware Corporation)**

**U.S. Trademarks**

**Registered Marks**

<b>Mark</b>	<b>Registration No.</b>	<b>Registration Date</b>
MEDASSETS and Design	3037675	01/03/06
MED ASSETS REVENUE SOLUTIONS NET REVENUE SYSTEMS and Design	3043515	01/17/06
MEDASSETS	2719216	05/27/03
CAPTURE	2889393	09/28/04
THE TRAVEL AGENCY BY HSCA and Design	1722535	10/06/92

**Pending Applications**

<b>Mark</b>	<b>Application No.</b>	<b>Filing Date</b>
COSTFACTS	78559635	02/03/05
CROSSWALK	78449195	07/12/04
MERGE TECHNOLOGY	78449187	07/12/04
NRS	76589224	04/29/04