

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
ADP, Inc.		01/08/2007	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	ADP of North America, Inc.		
Street Address:	2603 Camino Ramon		
Internal Address:	Suite 200		
City:	San Ramon		
State/Country:	CALIFORNIA		
Postal Code:	94583		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Serial Number:	78858188	ADP EMPLOYEE EXCLUSIVES	
Serial Number:	78858191	ADP EMPLOYEE EXCLUSIVES	
CORRESPONDENCE DATA			
Fax Number:	(650)213-0260		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	6508121300		
Email:	patrademarks@manatt.com		
Correspondent Name:	Mannat, Phelps & Phillips, LLP		
Address Line 1:	1001 Page Mill Road		
Address Line 2:	Building 2		
Address Line 4:	Palo Alto, CALIFORNIA 94304		
ATTORNEY DOCKET NUMBER:	25908030EEEXLCL3536		
NAME OF SUBMITTER:	Christine D. Brown, Paralegal		

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Signature:

/Christine D. Brown/

Date:

01/11/2007

Total Attachments: 2

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TRADEMARK ASSIGNMENT
from
ADP, INC.
to
ADP OF NORTH AMERICA, INC.

This Trademark Assignment is made on this 8 day of January, 2007 ("Effective Date"), by ADP, Inc., a Delaware corporation located at One ADP Boulevard, Roseland, New Jersey 07068 ("Assignor") to ADP of North America, Inc., a Delaware corporation located at 2603 Camino Ramon, Suite 200, San Ramon, California 94583 ("Assignee").

WHEREAS, Assignor has adopted the ADP EMPLOYEE EXCLUSIVES trademark ("Trademark") and has filed corresponding applications for obtaining federal registration of the Trademark in the United States Patent and Trademark Office ("Applications"):

Trademark:	Services:	U.S. App. Serial No.:	Filing Date:
ADP EMPLOYEE EXCLUSIVES	Class 35: Business services for employers, namely, employee payroll preparation and processing and employee tax preparation, reporting, and filing services.	78858188	April 10, 2006
ADP EMPLOYEE EXCLUSIVES	Class 36: Business services for employers, namely, employee benefits plan enrollment services; employee enrollment in insurance plan services; administration services in the field of employee benefit, pension, and investment plans; employee payroll tax debiting and tax payment processing services.	78858191	April 10, 2006

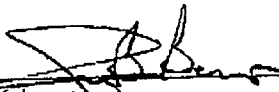
AND WHEREAS Assignor desires to assign the Trademark and the Applications to Assignee because Assignee is a successor to that portion of Assignor's business to which the Trademark pertains, and that business is ongoing and existing;

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 Trademark, in and to the Applications, and in and to all the business goodwill inherent in the Trademark and in the Applications to Assignee, who is a successor to that portion of Assignor's business to which the Trademark pertains, 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: January 8, 2007