

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Kforce Inc.	FORMERLY kforce.com, Inc.	02/28/2007	CORPORATION: FLORIDA
RECEIVING PARTY DATA			
Name:	Bank of America, N.A., as Agent		
Street Address:	300 Galleria Parkway		
Internal Address:	Suite 800		
City:	Atlanta		
State/Country:	GEORGIA		
Postal Code:	30339		
Entity Type:	national banking association: UNITED STATES		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	2318343	HEALTHY HEART	
Registration Number:	2353908	MORNING AFTER MOURNING	
Serial Number:	77005470	KFORCE ONSTAFF GROUP	
Serial Number:	77006705	ONSTAFF TITLETEMPS	
CORRESPONDENCE DATA			
Fax Number:	(404)522-8409		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	404-523-5300		
Email:	sls@phrd.com		
Correspondent Name:	Steven L. Schaaf, Paralegal		
Address Line 1:	285 Peachtree Center Avenue, N.E.		
Address Line 2:	Suite 1500		
Address Line 4:	Atlanta, GEORGIA 30303		
ATTORNEY DOCKET NUMBER:	2689.2		

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NAME OF SUBMITTER:	Kathleen Currey
Signature:	/KOC/
Date:	03/14/2007
Total Attachments: 2 source=_0314143927_001#page1.tif source=_0314143927_001#page2.tif	

February 28, 2007

NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to that certain Amended and Restated Security Agreement, dated October 2, 2006 (as the same may be amended, modified, extended or restated from time to time, the "Security Agreement"), among **KFORCE INC.**, a Florida corporation ("Parent"), **KFORCE GOVERNMENT SOLUTIONS, INC.**, a Pennsylvania corporation ("Government Solutions"), **BRADSON CORPORATION**, a Rhode Island corporation ("Bradson Corporation"); and together with the Parent and Government Solutions, the "Borrowers", certain other affiliates of Borrowers as "Subsidiary Guarantors", certain financial institutions as lenders ("Lenders"), and **BANK OF AMERICA, N.A.**, as administrative agent ("Agent") for itself and the Lenders, Parent has granted, and hereby grants and regrants, a continuing security interest in and continuing lien upon, the trademark registrations and trademark applications shown on Schedule 1 attached hereto to the Agent, for the benefit of itself and the Lenders:

Parent and Agent hereby acknowledge and agree that the security interest in the foregoing trademark registrations and trademark applications may only be terminated in accordance with the terms of the Security Agreement.

Very truly yours,

KFORCE INC.

By: Judy M. Genshino Kelly
Name: Judy M. Genshino Kelly
Title: Treasurer

Acknowledged and Accepted as of February 28, 2007:

BANK OF AMERICA, N.A., as Agent

By: Mark Heidman
Name: Mark Heidman
Title: Senior Vice President

Schedule 1

UNITED STATES TRADEMARKS

<u>Mark</u>	<u>Serial No.</u>	<u>Filing Date</u>	<u>Registration No.</u>	<u>Registration Date</u>
HEALTHY HEART	75/548,795	9/4/98	2,318,343	2/15/00
MORNING AFTER MOURNING	75/793,622	9/7/99	2,353,908	5/30/00

UNITED STATES TRADEMARK APPLICATIONS

<u>Mark</u>	<u>Serial No.</u>	<u>Filing Date</u>
KFORCE ONSTAFF GROUP	77005470	9/22/06
ONSTAFF TITLETEMPS	77006705	9/25/06