

**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.		03/20/2007	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	ADP of North America, Inc.		
<b>Street Address:</b>	2603 Camino Ramon, Suite 200		
<b>City:</b>	San Ramon		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	94583		
<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>	77031277	ADP TOTALSOURCE BOTTOM LINE. YOUR TEAM JUST GOT BETTER.	
<b>Serial Number:</b>	77030320	ADP TOTAL SOURCE BOTTOM LINE. YOUR TEAM JUST GOT BETTER.	
<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>Phone:</b>	6508121300		
<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>	25908.030 TOTALSOURCE BOT		
<b>NAME OF SUBMITTER:</b>	Kimberley J. Thompson, Paralegal		
<b>Signature:</b>	/Kimberley J. Thompson/		

CH \$65.00 77031277

Date:

03/21/2007

**Total Attachments: 2**



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

This Trademark Assignment is made on this 20 day of March, 2006 ("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 TOTALSOURCE BOTTOM LINE. YOUR TEAM JUST GOT BETTER & Design trademark ("Trademark") and has filed corresponding applications for obtaining federal registration of this Trademark in the United States Patent and Trademark Office ("Applications"):

Trademark	Services	U.S. App. Serial No.	Filing Date
 Bottom Line. Your team just got better.	Class 35: Employee leasing services, namely, human resources management, payroll preparation, payroll tax deposit filing and reporting.	77031277	October 27, 2006
 Bottom Line. Your team just got better.	Class 36: Employee benefits services for others, namely, administration of employee benefit plans, employee pension and investment plans, and workers unemployment compensation claims and plans.	77030320	October 26, 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;

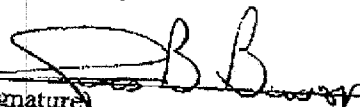
NOW, THEREFORE, Assignor makes the following assignment:

**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 and Secretary  
(title)

Date:

March 20, 2007