

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.		10/24/2007	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Automatic Data Processing, Inc.		
Street Address:	One ADP Boulevard		
City:	Roseland		
State/Country:	NEW JERSEY		
Postal Code:	07068		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	3030246	TOTALSOURCE HOME & WORK ADVANTAGE	
Registration Number:	2299869	TOTALSOURCE	
CORRESPONDENCE DATA			
Fax Number:	(650)213-0260		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Email:	patrademarks@manatt.com		
Correspondent Name:	Susan E. Hollander, Esq.		
Address Line 1:	1001 Page Mill Road, Building 2		
Address Line 4:	Palo Alto, CALIFORNIA 94304		
ATTORNEY DOCKET NUMBER:	25908.030 TOTALSOURCE		
NAME OF SUBMITTER:	Kimberley J. Thompson, Paralegal		
Signature:	/Kimberley J. Thompson/		
Date:	11/07/2007		

CH \$65.00 3030246

Total Attachments: 2


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TRADEMARK ASSIGNMENT

This Trademark Assignment is made on this 24th day of October, 2007 (“Effective Date”), by and between ADP, Inc. a Delaware corporation located at One ADP Boulevard, Roseland, New Jersey 07068 (“Assignor”) and Automatic Data Processing, Inc., a Delaware corporation located at One ADP Boulevard, Roseland, New Jersey 07068 (“Assignee”).

WHEREAS, Assignor has adopted and used the TOTALSOURCE & Design mark and the TOTALSOURCE HOME & WORK ADVANTAGE mark (“Trademarks”) and has obtained corresponding federal registrations of these Trademarks in the United States Patent and Trademark Office (“Registrations”):

Trademark:	Services:	U.S. Reg. No.:
TOTALSOURCE HOME & WORK ADVANTAGE	Class 35: Providing and administering discount programs that enable relocated employees and small businesses to obtain discounts on selected goods and services of others. Class 36: Providing real estate agency services to relocated employees and small businesses.	3030246
	Class 35: Employee leasing services, namely, human resources management, payroll preparation, payroll tax deposit filing and reporting. 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.	2299869


AND WHEREAS Assignor desires to assign the Trademarks and the Registrations to Assignee;

NOW, THEREFORE, in exchange for consideration acknowledged and agreed by both Assignor and Assignee, 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 Registrations, and in and to all the business goodwill inherent in the Trademarks and in the Registrations to Assignee.

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.**

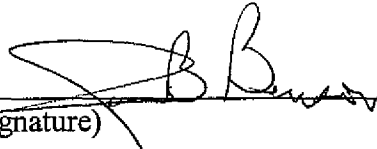
By: 
(signature)

James B. Benson
(name)

President & Secretary
(title)

Date: October 24, 2007

ASSIGNEE: **Automatic Data Processing, Inc.**

By: 
(signature)

James B. Benson
(name)

Vice President, Secretary & General Counsel
(title)

Date: October 24, 2007