

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Grant of Security Interest

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Technology Partners International, Inc. (d/b/a TPI, Inc.)		11/16/2007	CORPORATION: TEXAS

RECEIVING PARTY DATA

Name:	Deutsche Bank Trust Company Americas
Street Address:	60 Wall Street
City:	New York
State/Country:	NEW YORK
Postal Code:	10005
Entity Type:	Collateral Agent:

PROPERTY NUMBERS Total: 10

Property Type	Number	Word Mark
Serial Number:	77223703	ONTRACK - ALIGNING FOR SOURCING SUCCESS
Serial Number:	77247664	SOURCING TALK
Serial Number:	77261888	MARK-TO-MARKET
Serial Number:	77261897	TPI PREVALENCE DATABASE
Serial Number:	75677896	TPI TECHNOLOGY PARTNERS INTERNATIONAL THE SOURCING CONSULTANTS
Serial Number:	77039407	TPI
Serial Number:	77033018	TPI
Serial Number:	78585234	AGE OF HUMAN CAPITAL
Serial Number:	78585230	HUMAN CAPITAL AGE
Serial Number:	77033050	KNOWLEDGE POWERING RESULTS

CORRESPONDENCE DATA

Fax Number: (212)354-8113

CH \$265.00 77223703

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 212-819-8200
Email: trademarkdocket@whitecase.com
Correspondent Name: Matthew Bart
Address Line 1: White & Case LLP
Address Line 2: 1155 Avenue of the Americas
Address Line 4: New York, NEW YORK 10036

ATTORNEY DOCKET NUMBER:	1111779-1785
NAME OF SUBMITTER:	Matthew Bart
Signature:	/Matthew Bart/
Date:	11/30/2007

Total Attachments: 7
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**GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS**

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, Technology Partners International, Inc. (d/b/a TPI, Inc.), a Texas corporation (the "Grantor") with principal offices at 10055 Grogans Mill RD STE 200, The Woodlands, TX 77380-1018, hereby grants to Deutsche Bank Trust Company Americas, as Collateral Agent, with principal offices at 60 Wall Street, New York, New York 10005 (the "Grantee"), a continuing security interest in (i) all of the Grantor's right, title and interest in, to and under to the United States trademarks, trademark registrations and trademark applications (the "Marks") set forth on Schedule A attached hereto, (ii) all Proceeds (as such term is defined in the Security Agreement referred to below) and products of the Marks, (iii) the goodwill of the businesses with which the Marks are associated and (iv) all causes of action arising prior to or after the date hereof for infringement of any of the Marks or unfair competition regarding the same.

THIS GRANT is made to secure the satisfactory performance and payment of all the Obligations of the Grantor, as such term is defined in the Security Agreement among the Grantor, the other assignors from time to time party thereto and the Grantee, dated as of November 16, 2007 (as amended, modified, restated and/or supplemented from time to time, the "Security Agreement"). Upon the occurrence of the Termination Date (as defined in the Security Agreement), the Grantee shall execute, acknowledge, and deliver to the Grantor an instrument in writing releasing the security interest in the Marks acquired under this Grant.

This Grant has been granted in conjunction with the security interest granted to the Grantee under the Security Agreement. The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this

Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

[Remainder of this page intentionally left blank; signature page follows]

IN WITNESS WHEREOF, the undersigned have executed this Grant as of the
____ day of November, 2007.

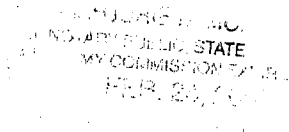
TECHNOLOGY PARTNERS INTERNATIONAL,
INC., Grantor

By 
Name:
Title:

STATE OF Texas)
)
 COUNTY OF Montgomery) ss.:


On this ____ day of November, 2007, before me personally came _____
Ronald L. Gray who, being by me duly sworn, did state as follows: that [s]he is
 _____ of Technology Partners International, Inc., that [s]he is authorized to execute
 the foregoing Grant on behalf of said _____ and that [s]he did so by authority of the
 Board of Directors of said _____.

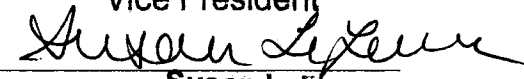
Stephen A. Stanford
 Notary Public



Trademark Grant – Technology Partners International, Inc.

DEUTSCHE BANK TRUST COMPANY
AMERICAS,
as Collateral Agent and Grantee

By 
Name: Erin Morrissey
Title: Vice President

By 
Name: Susan Laffey
Title: Director

STATE OF New York)
) ss:
COUNTY OF New York)

On this 14 day of November, 2007, before me personally came Ein Morrissey & Susan Lefevre who, being by me duly sworn, did state as follows: that [s]he is Vice President & Director of Deutsche Bank Trust Company Americas, that [s]he is authorized to execute the foregoing Grant on behalf of said _____ and that [s]he did so by authority of the Board of Directors of said _____.

Maureen E Thomas
Notary Public
MAUREEN E. THOMAS
Notary Public - State of New York
No. 01TH6098264
Qualified in Bronx County
Certified in New York County
My Commission Expires 9/08/2011

<u>OWNER</u>	<u>MARK</u>	<u>SERIAL NO.</u>	<u>FILING DATE</u>	<u>REG. NO.</u>	<u>REG. DATE</u>
Technology Partners International, Inc., d/b/a TPI	ONTRACK-ALIGNING FOR SOURCING SUCCESS	77/223,703	07/06/2007	In Process	In Process
Technology Partners International, Inc., d/b/a TPI	SOURCING TALK	77/247,664	08/06/2007	In Process	In Process
Technology Partners International, Inc., d/b/a TPI	MARK-TO-MARKET	77/261,888	08/22/2007	Pending	Pending
Technology Partners International, Inc., d/b/a TPI	TPI PREVALENCE DATABASE	77/261,897	08/22/2007	Pending	Pending
Technology Partners International, Inc.	TPI TECHNOLOGY PARTNERS INTERNATIONAL & Design (old design)	75/677,896	04/08/1999	2357214	06/13/2000
Technology Partners International, Inc.	TPI & Design (B&W)	77/039,407	11/08/2006	In Process	In Process
Technology Partners International, Inc.	TPI	77/033,018	10/31/2006	In Process	In Process
TPI, Inc.	AGE OF HUMAN CAPITAL	78/585,234	03/11/2005	In Process	In Process
TPI, Inc.	HUMAN CAPITAL AGE	78/585,230	03/11/2005	In Process	In Process
TPI, Inc.	"KNOWLEDGE POWERING RESULTS"	77/033,050	10/31/2006	In Process	In Process