

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

|                                   |                          |  |                            |
|-----------------------------------|--------------------------|--|----------------------------|
| <b>SUBMISSION TYPE:</b>           | NEW ASSIGNMENT           |  |                            |
| <b>NATURE OF CONVEYANCE:</b>      | RELEASE BY SECURED PARTY |  |                            |
| <b>CONVEYING PARTY DATA</b>       |                          |  |                            |
| <b>Name</b>                       | <b>Formerly</b>          | <b>Execution Date</b>                    | <b>Entity Type</b>         |
| SANKATY ADVISORS, LLC             |                          | 04/13/2009                               | LIMITED LIABILITY COMPANY: |
| <b>RECEIVING PARTY DATA</b>       |                          |  |                            |
| <b>Name:</b>                      | SUPERPAYROLL, INC.       |  |                            |
| <b>Street Address:</b>            | 2350 Ravine Way          |  |                            |
| <b>Internal Address:</b>          | Suite 100                |  |                            |
| <b>City:</b>                      | Glenview                 |  |                            |
| <b>State/Country:</b>             | ILLINOIS                 |  |                            |
| <b>Postal Code:</b>               | 60025                    |  |                            |
| <b>Entity Type:</b>               | CORPORATION: DELAWARE    |  |                            |
| <b>PROPERTY NUMBERS Total: 10</b> |                          |  |                            |
| <b>Property Type</b>              | <b>Number</b>            | <b>Word Mark</b>                         |                            |
| Registration Number:              | 2603569                  | CLICK-CLICK. PAYROLL'S DONE.             |                            |
| Registration Number:              | 3117964                  | SURE START                               |                            |
| Registration Number:              | 3218561                  | SURESTART                                |                            |
| Registration Number:              | 3034490                  | SURECHECK                                |                            |
| Registration Number:              | 3217138                  | SURECHOICE                               |                            |
| Registration Number:              | 2840380                  | SUREPAYROLL                              |                            |
| Registration Number:              | 3057234                  | THE SUREPAYROLL INDEX                    |                            |
| Registration Number:              | 3057236                  | THE SUREPAYROLL SMALL BUSINESS SCORECARD |                            |
| Registration Number:              | 2647856                  | SUREPAYROLL.COM                          |                            |
| Registration Number:              | 2840381                  | SUREPAYROLL                              |                            |
| <b>CORRESPONDENCE DATA</b>        |                          |  |                            |
| <b>Fax Number:</b>                | (312)609-5005            |  |                            |

CH \$265.00 2603569

**900131842**

**TRADEMARK  
 REEL: 003971 FRAME: 0151**

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

Phone: (312) 609-7838  
Email: podonoghue@vedderprice.com  
Correspondent Name: Patricia O'Donoghue, Vedder Price P.C.  
Address Line 1: 222 North LaSalle Street  
Address Line 2: Suite 2500  
Address Line 4: Chicago, ILLINOIS 60601

|                         |                       |
|-------------------------|-----------------------|
| ATTORNEY DOCKET NUMBER: | 41612.00.0001         |
| NAME OF SUBMITTER:      | Patricia O'Donoghue   |
| Signature:              | /Patricia O'Donoghue/ |
| Date:                   | 04/15/2009            |

**Total Attachments: 4**

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source=Executed Release of Security Interest in Trademark Collateral#page4.tif

**RELEASE OF SECURITY INTEREST IN TRADEMARK COLLATERAL**

WHEREAS, SUREPAYROLL, INC., a Delaware corporation ("Company"), with its principal place of business at 2350 Ravine Way, Suite 100, Glenview, Illinois 60025, granted a security interest in and lien upon certain Trademark Collateral to SANKATY ADVISORS, LLC, as Collateral Agent for the Purchasers ("Collateral Agent") as set forth in that certain Trademark Security Agreement, dated as of January 19, 2006, by Company in favor of Collateral Agent (the "Trademark Security Agreement"; capitalized terms used but not defined herein shall have the meanings ascribed to such terms in the Trademark Security Agreement);

WHEREAS, an executed copy of the Trademark Security Agreement was recorded in the United States Patent and Trademark Office on 02/09/06 at Reel 3244, Frame 0046;

WHEREAS, Company has requested that Collateral Agent release and reassign to the Company its interest in the Trademark Collateral more fully identified in Schedule A annexed hereto and made a part hereof, together with the goodwill of the business symbolized thereby;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Collateral Agent hereby:

1. releases and reassigns to Company any and all liens, security interests, right, title and interest of Collateral Agent pursuant to the Trademark Security Agreement in the Trademark Collateral more fully identified in Schedule A annexed hereto and made a part hereof, together with the goodwill of the business symbolized thereby, without recourse or representation or warranty, express or implied, of any kind (other than the representation that the Collateral Agent has not encumbered or transferred any interest in the Trademark Collateral);

2. agrees that any power of attorney or similar rights granted by Company to Collateral Agent pursuant to or in connection with the Trademark Security Agreement is terminated; and

3. authorizes and requests that the United States Patent and Trademark Office note and record the existence of the release hereby given.

*[The remainder of this page is left blank intentionally.]*

IN WITNESS WHEREOF, Collateral Agent has caused this Release of Security Interest in Trademark Collateral to be executed by its duly authorized officer this 13th day of April, 2009.

**SANKATY ADVISORS, LLC**, as Collateral Agent

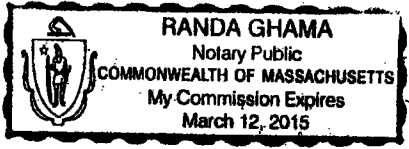
By: 

Name: Michael Ewald

Title: Managing Director

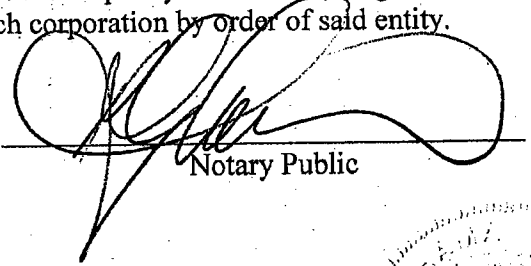
**TRADEMARK**

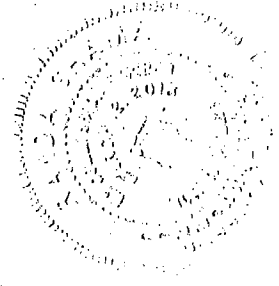
**REEL: 003971 FRAME: 0154**



STATE OF MA )  
COUNTY OF Suffolk ) ss.:

On the 13<sup>th</sup> day of April 2009, before me personally came Michael Ewald, to me known, who being by me duly sworn, did depose and say, that he/she is the Managing Director of Sankaty Advisors, LLC, in its capacity as Collateral Agent, and that the foregoing instrument was signed on behalf of such corporation by order of said entity.

  
\_\_\_\_\_  
Notary Public



SCHEDULE A  
TO  
RELEASE OF SECURITY INTEREST IN TRADEMARK COLLATERAL

LIST OF TRADEMARK COLLATERAL

All United States registrations:

| <b>Trademark Name</b>                       | <b>Serial No.</b> | <b>Filing Date</b> | <b>Reg. No.</b> | <b>Reg. Date</b> |
|---|-------------------|--------------------|-----------------|------------------|
| CLICK-CLICK. PAYROLL'S DONE.                | 76/055,135        | 05/24/00           | 2,603,569       | 08/06/02         |
| SURESIMPLE (Abandoned)                      | 78/356,078        | 01/22/04           |                 |                  |
| SURESIMPLE (Abandoned)                      | 78/356,077        | 01/22/04           |                 |                  |
| SURE START                                  | 78/356,079        | 01/22/04           | 3,117,964       | 07/18/06         |
| SURESTART                                   | 78/356,075        | 01/22/04           | 3,218,561       | 03/13/07         |
| SURECHECK                                   | 78/406,046        | 04/21/04           | 3,034,490       | 12/27/05         |
| SURECHOICE                                  | 78/718,134        | 09/22/05           | 3,217,138       | 03/13/07         |
| SUREPAYROLL                                 | 78/260,661        | 06/10/03           | 2,840,380       | 05/11/04         |
| THE SUREPAYROLL INDEX                       | 78/450,177        | 07/13/04           | 3,057,234       | 07/02/06         |
| THE SUREPAYROLL SMALL<br>BUSINESS SCORECARD | 78/450,181        | 07/13/04           | 3,057,236       | 02/07/06         |
| SUREPAYROLL.COM                             | 75/908,693        | 02/03/00           | 2,647,856       | 11/12/02         |
| SUREPAYROLL                                 | 78/260,663        | 06/10/03           | 2,840,381       | 05/11/04         |