

# 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>  |  |                    |                                     |             |                             |  |            |                                     |  |
| <table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <th style="width: 30%;">Name</th> <th style="width: 30%;">Formerly</th> <th style="width: 20%;">Execution Date</th> <th style="width: 20%;">Entity Type</th> </tr> <tr> <td>Madison Capital Funding LLC</td> <td></td> <td>12/31/2009</td> <td>LIMITED LIABILITY COMPANY: DELAWARE</td> </tr> </table> | Name   | Formerly           | Execution Date                      | Entity Type | Madison Capital Funding LLC |  | 12/31/2009 | LIMITED LIABILITY COMPANY: DELAWARE |  |
| Name   | Formerly                                     | Execution Date     | Entity Type                         |             |                             |  |            |                                     |  |
| Madison Capital Funding LLC  |  | 12/31/2009         | LIMITED LIABILITY COMPANY: DELAWARE |             |                             |  |            |                                     |  |
| <b>RECEIVING PARTY DATA</b>  |  |                    |                                     |             |                             |  |            |                                     |  |
| Name:  | SNI  |                    |                                     |             |                             |  |            |                                     |  |
| Street Address:  | 4600 Westown Parkway                         |                    |                                     |             |                             |  |            |                                     |  |
| City:  | West Des Moines                              |                    |                                     |             |                             |  |            |                                     |  |
| State/Country:   | IOWA   |                    |                                     |             |                             |  |            |                                     |  |
| Postal Code:   | 50266  |                    |                                     |             |                             |  |            |                                     |  |
| Entity Type:   | CORPORATION: DELAWARE                        |                    |                                     |             |                             |  |            |                                     |  |
| <b>PROPERTY NUMBERS Total: 10</b>  |  |                    |                                     |             |                             |  |            |                                     |  |
| Property Type  | Number                                       | Word Mark          |                                     |             |                             |  |            |                                     |  |
| Registration Number:   | 2577134                                      | STAFFING NOW       |                                     |             |                             |  |            |                                     |  |
| Registration Number:   | 2512161                                      | TECHNOLOGY NOW     |                                     |             |                             |  |            |                                     |  |
| Registration Number:   | 2512159                                      | LEGAL NOW          |                                     |             |                             |  |            |                                     |  |
| Registration Number:   | 2519643                                      | ACCOUNTING NOW     |                                     |             |                             |  |            |                                     |  |
| Registration Number:   | 2695790                                      | SNI FINANCIAL      |                                     |             |                             |  |            |                                     |  |
| Registration Number:   | 1815082                                      | FRIENDS & COMPANY  |                                     |             |                             |  |            |                                     |  |
| Registration Number:   | 3065898                                      | SNI LEGAL          |                                     |             |                             |  |            |                                     |  |
| Registration Number:   | 3688519                                      | SNI TECHNOLOGY     |                                     |             |                             |  |            |                                     |  |
| Registration Number:   | 3643210                                      | SNI COMPANIES      |                                     |             |                             |  |            |                                     |  |
| Registration Number:   | 3643209                                      | SNI ADMINISTRATIVE |                                     |             |                             |  |            |                                     |  |
| <b>CORRESPONDENCE DATA</b>   |  |                    |                                     |             |                             |  |            |                                     |  |
| Fax Number: (612)766-1600  |  |                    |                                     |             |                             |  |            |                                     |  |
| <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>   |  |                    |                                     |             |                             |  |            |                                     |  |

OP \$265.00 2577134

**900151750**

**TRADEMARK**  
**REEL: 004128 FRAME: 0731**

Phone: 6127667348  
Email: smeyer@faegre.com  
Correspondent Name: Sue Meyer, Faegre & Benson  
Address Line 1: 90 South Seventh Street  
Address Line 2: 2200 Wells Fargo Center  
Address Line 4: minneapolis, MINNESOTA 55402-3901

|                         |              |
|-------------------------|--------------|
| ATTORNEY DOCKET NUMBER: | 14004-372828 |
|-------------------------|--------------|

|                    |           |
|--------------------|-----------|
| NAME OF SUBMITTER: | Sue Meyer |
|--------------------|-----------|

|            |             |
|------------|-------------|
| Signature: | /Sue Meyer/ |
|------------|-------------|

|       |            |
|-------|------------|
| Date: | 01/11/2010 |
|-------|------------|

**Total Attachments: 4**

source=14004-372828 TM Assignment - Madison Capital Funding, Staffing Now, Inc. to SNI Companies#page1.tif  
source=14004-372828 TM Assignment - Madison Capital Funding, Staffing Now, Inc. to SNI Companies#page2.tif  
source=14004-372828 TM Assignment - Madison Capital Funding, Staffing Now, Inc. to SNI Companies#page3.tif  
source=14004-372828 TM Assignment - Madison Capital Funding, Staffing Now, Inc. to SNI Companies#page4.tif

## TRADEMARK ASSIGNMENT

This Trademark Assignment (this "Assignment"), is dated as of December 31, 2009 between Madison Capital Funding LLC, a Delaware limited liability company (the "Secured Party"), Staffing Now, Inc., a Delaware corporation ("Debtor") and SNI Companies, a Delaware corporation ("Buyer").

### RECITALS

**WHEREAS**, Debtor is in default of its obligations to Secured Party, who is an agent of the financial institutions party to that certain Credit Agreement dated October 26, 2006 by and among Debtor, Secured Party and such financial institutions (together with various notes and related documents executed in connection with that certain Credit Agreement, the "Loan Documents");

**WHEREAS**, the Debtor acknowledges that, as a result of such defaults, the Secured Party is entitled to exercise its rights and remedies pursuant to the Loan Documents including, but not limited to, its rights under Section 9-610 of the Uniform Commercial Code, as adopted in the State of Illinois (the "UCC"), to sell and transfer to a person or entity for value in a private sale all of the Debtor's right, title and interest in and to any or all of the Debtor's assets described in the Loan Documents, including, without limitation, the items listed in Exhibit A hereto, and the goodwill associated therewith (the "Marks");

**WHEREAS**, the Buyer has delivered to the Secured Party and the Debtor an Offer to Purchase Assets in Foreclosure, dated November 5, 2009, setting forth generally the terms and conditions under which the Buyer would be willing to purchase certain of the assets of Debtor, including, without limitation, the Marks, in a UCC Article 9 private foreclosure sale (the "UCC Sale"); and

**WHEREAS**, the Secured Party desires to accept the Buyer's offer and transfer the Marks to the Buyer.

### AGREEMENT

**NOW THEREFORE**, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereby agree as follows:

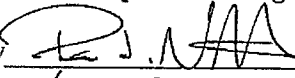
The Secured Party in its capacity as holder of a security interest in certain assets of Debtor, including, without limitation, the Marks, for good and valuable consideration, hereby grants, sells, transfers and delivers to Buyer all of the Debtor's right, title and interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, and all applications and registrations thereof, and all past, present and future remedies for infringement or dilution relating thereto, which have been pledged to the Secured Party and in which the Secured Party has a security interest. Upon acceptance of the terms of that certain Bill of Sale and subject to the terms of that certain Foreclosure Sale Agreement between Secured Party, Buyer and Debtor dated as of December \_\_, 2009, the Buyer shall accept delivery of the Marks

free and clear of the Secured Party's liens and security interests and any such liens and security interests subordinate to the Secured Party to the fullest extent permitted under Article 9 of the UCC and Secured Party hereby releases, discharges and relinquishes such security interests in the Marks.

IN WITNESS WHEREOF, the undersigned has executed this Assignment as of this 31<sup>ST</sup> day of December 2009.

Madison Capital Funding LLC

By

  
Its VILE PRESIDENT

ACCEPTED:

SNI Companies

\_\_\_\_\_  
Ronald Smith  
Chief Executive Officer

[Signature Page to SNI Trademark Assignment]

free and clear of the Secured Party's liens and security interests and any such liens and security interests subordinate to the Secured Party to the fullest extent permitted under Article 9 of the UCC and Secured Party hereby releases, discharges and relinquishes such security interests in the Marks.


21 IN WITNESS WHEREOF, the undersigned has executed this Assignment as of this day of December 2009.

**Madison Capital Funding LLC**

By \_\_\_\_\_  
Its \_\_\_\_\_

ACCEPTED:

**SNI Companies**

  
\_\_\_\_\_  
Ronald Smith  
Chief Executive Officer

[Signature Page to SNI Trademark Assignment]

**EXHIBIT A – MARKS**

| <b>Trademark</b>   | <b>Country</b> | <b>Application Number</b> | <b>Registration Number</b> | <b>Registration Date</b> | <b>Owner of Record</b>                       |
|--------------------|----------------|---------------------------|----------------------------|--------------------------|--|
| STAFFING NOW       | United States  | 75/844,607                | 2,577,134                  | 6/11/2002                | Staffing Now, Inc.<br>(Delaware corporation) |
| TECHNOLOGY NOW     | United States  | 76/087,947                | 2,512,161                  | 11/27/2001               | Staffing Now, Inc.<br>(Delaware corporation) |
| LEGAL NOW          | United States  | 76/087,240                | 2,512,159                  | 11/27/2001               | Staffing Now, Inc.<br>(Delaware corporation) |
| ACCOUNTING NOW     | United States  | 76/087,946                | 2,519,643                  | 12/18/2001               | Staffing Now, Inc.<br>(Delaware corporation) |
| SNI FINANCIAL      | United States  | 78/099,996                | 2,695,790                  | 3/11/2003                | Staffing Now, Inc.<br>(Delaware corporation) |
| FRIENDS & COMPANY  | United States  | 74/222,705                | 1,815,082                  | 1/4/1994                 | Staffing Now, Inc.<br>(Delaware corporation) |
| SNI LEGAL          | United States  | 78/589,505                | 3,065,898                  | 3/7/2006                 | Staffing Now, Inc.<br>(Delaware corporation) |
| SNI TECHNOLOGY     | United States  | 77/622,252                | 3,688,519                  | 9/29/2009                | Staffing Now, Inc.<br>(Delaware corporation) |
| SNI COMPANIES      | United States  | 77/622,227                | 3,643,210                  | 6/23/2009                | Staffing Now, Inc.<br>(Delaware corporation) |
| SNI ADMINISTRATIVE | United States  | 77/622,222                | 3,643,209                  | 6/23/2009                | Staffing Now, Inc.<br>(Delaware corporation) |

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[Signature Page to SNI Trademark Assignment]