

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Hudson Highland Group, Inc.		08/05/2010	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	RBS Business Capital, a division of RBS Asset Finance, Inc., as Agent		
Street Address:	53 State Street		
Internal Address:	9th Floor		
City:	Boston		
State/Country:	MASSACHUSETTS		
Postal Code:	02109		
Entity Type:	CORPORATION: NEW YORK		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	3265730	FROM GREAT PEOPLE TO GREAT PERFORMANCE	
Registration Number:	3453699	HUDSON	
Registration Number:	3116026	I2I NETWORKING	
Registration Number:	2827914	TALENTMAX	
CORRESPONDENCE DATA			
Fax Number:	(202)408-3141		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	800-927-9801 x2348		
Email:	jpaterso@cscinfo.com		
Correspondent Name:	Corporation Service Company		
Address Line 1:	1090 Vermont Avenue NW, Suite 430		
Address Line 4:	Washington, DISTRICT OF COLUMBIA 20005		
ATTORNEY DOCKET NUMBER:	482694		
NAME OF SUBMITTER:	Jean Paterson		

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TRADEMARK
REEL: 004262 FRAME: 0641

Signature:	/jep/
Date:	08/18/2010
Total Attachments: 7 source=8-18-10 Hudson Highland-TM#page1.tif source=8-18-10 Hudson Highland-TM#page2.tif source=8-18-10 Hudson Highland-TM#page3.tif source=8-18-10 Hudson Highland-TM#page4.tif source=8-18-10 Hudson Highland-TM#page5.tif source=8-18-10 Hudson Highland-TM#page6.tif source=8-18-10 Hudson Highland-TM#page7.tif	

TRADEMARK GRANT OF SECURITY

WHEREAS, the undersigned grantor ("Grantor"), owns the marks shown in the attached Schedule A (the "Marks"), for which there are registrations or applications in the United States Patent and Trademark Office under the numbers shown in the attached Schedule A; and

WHEREAS, Grantor and certain of its subsidiaries are obligated to RBS Business Capital ("RBS") and various other financial institutions (collectively with RBS, "Lenders") and RBS as agent for Lenders ("Agent") pursuant to a certain Loan and Security Agreement, dated the date hereof, among Agent, Lenders, Grantor and the other parties named therein (as amended, modified, restated or supplemented from time to time, the "Loan Agreement"); and

WHEREAS, pursuant to the Loan Agreement, Grantor is granting to Agent for its benefit and for the ratable benefit of Lenders a security interest in Grantor's Marks, the goodwill of the business symbolized by the Marks, and the registrations and applications therefor.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Grantor does hereby grant to Agent for its benefit and for the ratable benefit of Lenders a security interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, and registrations and applications therefor, which security interest shall secure all the Obligations as defined in the Loan Agreement and in accordance with the terms and provisions thereof.

Grantor expressly acknowledges and affirms that the rights and remedies of Agent and Lenders with respect to the assignment and security interest granted hereby are more fully set forth in the Loan Agreement. The execution and delivery of this Trademark Grant of Security shall not, in any way, affect or limit the rights and obligations of Grantor, Lenders and Agent under, or enlarge, restrict or otherwise modify the terms of the Loan Agreement.

Dated: New York, New York

August 5, 2010

HUDSON HIGHLAND GROUP, INC., as
Grantor


Name: Mary Jane Raymond
Its: EVP, Chief Financial Officer

RBS BUSINESS CAPITAL, as Agent

Name:

Its:

STATE OF NEW YORK)
: ss.:
COUNTY OF NEW YORK)

On this 3 day of August, 2010, before me personally came Mary Jane Raymond, to me known, who, being by me duly sworn, did depose and say that s/he is the Chief Financial Officer of Hudson Highland Group, Inc., the corporation described in and which executed the foregoing instrument; and that s/he signed her/his name thereto by order of the board of directors of said corporation.

Philip A. Skalski
Notary Public
PHILIP A. SKALSKI
NOTARY PUBLIC - STATE OF NEW YORK
No. 025K6168111
Qualified in New York County
My Commission Expires June 04, 2011

STATE OF NEW YORK)
: ss.:
COUNTY OF NEW YORK)

On this ____ day of _____, 2010, before me personally came _____, to me known, who, being by me duly sworn, did depose and say that s/he is the _____ of RBS Business Capital, the financial institution described in and which executed the foregoing instrument; and that s/he signed her/his name thereto by order of the board of directors of said financial institution.

Notary Public

Grantor expressly acknowledges and affirms that the rights and remedies of Agent and Lenders with respect to the assignment and security interest granted hereby are more fully set forth in the Loan Agreement. The execution and delivery of this Trademark Grant of Security shall not, in any way, affect or limit the rights and obligations of Grantor, Lenders and Agent under, or enlarge, restrict or otherwise modify the terms of the Loan Agreement.

Dated: New York, New York

August 5, 2010

HUDSON HIGHLAND GROUP, INC., as
Grantor

Name:

Its:

RBS BUSINESS CAPITAL, as Agent

Steven A. Samson

Name: Steven A. Samson

Its: Vice President

STATE OF NEW YORK)
 : ss.:
COUNTY OF NEW YORK)

On this ____ day of _____, 2010, before me personally came _____, to me known, who, being by me duly sworn, did depose and say that s/he is the _____ of Hudson Highland Group, Inc., the corporation described in and which executed the foregoing instrument; and that s/he signed her/his name thereto by order of the board of directors of said corporation.

Notary Public

STATE OF CONNECTICUT)
 : ss.:
COUNTY OF Fairfield)

On this 4th day of August, 2010, before me personally came Steven A. Sanson, to me known, who, being by me duly sworn, did depose and say that s/he is the Vice President of RBS Business Capital, the financial institution described in and which executed the foregoing instrument; and that s/he signed her/his name thereto by order of the board of directors of said financial institution.



Notary Public

SCHEDULE A

Schedule A to a Trademark Assignment of Security dated August 5, 2010, by and between Hudson Highland Group, Inc., as Grantor, and RBS Business Capital, as Agent.

MARK	APPLICATION NO.	APPLICATION DATE	REGISTRATION NO.	REGISTRATION DATE
FROM GREAT PEOPLE TO GREAT PERFORMANCE	78/432941	6/10/2004	3265730	7/17/2007
HUDSON	78/419042	5/14/2004	3453699	6/24/2008
121 NETWORKING	78/432957	6/10/2004	3116026	7/18/2006
TALENTMAX	78/210968	2/5/2003	2827914	3/30/2004