

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest in Trademarks		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
APC Workforce Solutions, LLC		09/10/2010	LIMITED LIABILITY COMPANY: FLORIDA
RECEIVING PARTY DATA			
Name:	PNC Bank, National Association, as Agent		
Street Address:	5200 Town Center Circle		
Internal Address:	Suite 302		
City:	Boca Raton		
State/Country:	FLORIDA		
Postal Code:	33486		
Entity Type:	national banking association: UNITED STATES		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	77918321	ZEROCHAOS	
CORRESPONDENCE DATA			
Fax Number:	(919)416-8328		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	9192868041		
Email:	pto_tmconfirmation@mvalaw.com		
Correspondent Name:	Moore & Van Allen PLLC		
Address Line 1:	430 Davis Drive		
Address Line 2:	Suite 500		
Address Line 4:	Morrisville, NORTH CAROLINA 27560		
ATTORNEY DOCKET NUMBER:	031558-099 EAR		
NAME OF SUBMITTER:	Ellen A. Rubel		
Signature:	/Ellen A. Rubel/		

OP \$40.00 77918321

Date:

09/21/2010

Total Attachments: 4

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NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Second Amended and Restated Revolving Credit and Security Agreement dated as of September 10, 2010 (as the same may be amended, modified, extended or restated from time to time, the "Credit Agreement") by and among APC Workforce Solutions, LLC, a Florida limited liability company (the "Company"), certain subsidiaries of the Company party thereto (together with the Company, each a "Borrower" and collectively, the "Borrowers") and PNC Bank, National Association, as Agent (the "Agent") for the lenders referenced therein (the "Lenders"), the undersigned Borrower has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications and goodwill shown below to the Agent for the benefit of the Lenders:

TRADEMARKS

<u>Trademark No.</u>	<u>Description of Trademark</u>	<u>Date of Trademark</u>
See <u>Schedule A</u> attached hereto.		

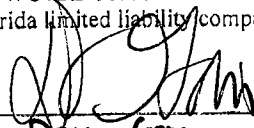
TRADEMARK APPLICATIONS

<u>Trademark Application No.</u>	<u>Description of Trademark Applied For</u>	<u>Date of Trademark Application</u>
See <u>Schedule A</u> attached hereto.		

The Borrowers and the Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Credit Agreement and (ii) is not to be construed as a sale or assignment of any trademark or trademark application.

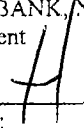
Very truly yours,

APC WORKFORCE SOLUTIONS, LLC,
a Florida limited liability company

By: 
Name: Doug Corn
Title: CFO & Assistant Secretary

Acknowledged and Accepted:

PNC BANK, NATIONAL ASSOCIATION,
as Agent

By: 
Name: _____
Title: _____

The Borrowers and the Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Credit Agreement and (ii) is not to be construed as a sale or assignment of any trademark or trademark application.


Very truly yours,

APC WORKFORCE SOLUTIONS, LLC,
a Florida limited liability company

By: _____
Name: _____
Title: _____

Acknowledged and Accepted:

PNC BANK, NATIONAL ASSOCIATION,
as Agent

By: 
Name: Scott Goldstein
Title: Vice President

Schedule A

**APC Workforce Solutions, LLC
(Florida Limited Liability Company)**

U.S. Trademark

Pending Application

Mark	Application No.	Filing Date
ZEROCHAOS and Design	77918321	1/22/10