

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:

NEW ASSIGNMENT

NATURE OF CONVEYANCE:

RELEASE BY SECURED PARTY

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Citibank, N.A., as Administrative Agent		10/07/2010	National Association: UNITED STATES

RECEIVING PARTY DATA

Name:	CHG Management, Inc.
Street Address:	6440 South Millrock Drive
Internal Address:	Suite 175
City:	Salt Lake City
State/Country:	UTAH
Postal Code:	84121
Entity Type:	CORPORATION: DELAWARE

Name:	CHG Healthcare Services, Inc.
Street Address:	6440 South Millrock Drive
Internal Address:	Suite 175
City:	Salt Lake City
State/Country:	UTAH
Postal Code:	84121
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 17

Property Type	Number	Word Mark
Registration Number:	1426819	COMPHEALTH
Registration Number:	2659398	
Registration Number:	2794781	WEATHERBY LOCUMS
Registration Number:	2980710	COMPHEALTH
Registration Number:	2794767	
		TRANSFORMING HEALTHCARE RECRUITING AND

TRADEMARK

900173482

REEL: 004292 FRAME: 0743

CH \$440.00 1426819

Registration Number:	2794759	STAFFING
Registration Number:	2794760	TRANSFORMING HEALTHCARE CAREERS
Registration Number:	3071672	COMPHEALTH GROUP
Registration Number:	2920592	WEATHERBY LOCUMS, INC.
Registration Number:	3006712	COMPREHENSIVE HEALTHCARE STAFFING
Registration Number:	2922650	COMPHEALTH COMPREHENSIVE HEALTHCARE STAFFING
Registration Number:	2956184	RN NETWORK
Registration Number:	3290177	RN NETWORK
Registration Number:	3242988	CHG
Registration Number:	3232697	FOUNDATION MEDICAL STAFFING
Registration Number:	3246088	DESTINATION HEALTHCARE STAFFING
Registration Number:	2817586	HEXTITE

CORRESPONDENCE DATA

Fax Number: (202)408-3141

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

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:	535611-2
NAME OF SUBMITTER:	Jean Paterson
Signature:	/jep/
Date:	10/08/2010

Total Attachments: 7

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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies):

Citibank, N.A., as Administrative Agent

- ☐ Individual(s) ☐ Association
☐ General Partnership ☐ Limited Partnership
☐ Corporation- State: _____
☒ Other National Association _____

Citizenship (see guidelines) US-Fed

Additional names of conveying parties attached? ☐ Yes ☒ No

3. Nature of conveyance)/Execution Date(s) :

Execution Date(s) 10/07/2010

- ☐ Assignment ☐ Merger
☐ Security Agreement ☐ Change of Name
☒ Other Release of Sec Interest Trademarks _____

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? ☒ Yes ☐ No

Name: CHG Management, Inc.

Internal _____

Address: _____

Street Address: 6440 South Millrock Drive, Suite 175

City: Salt Lake City

State: UT

Country: USA Zip: 84121

- ☐ Association Citizenship _____
☐ General Partnership Citizenship _____
☐ Limited Partnership Citizenship _____
☒ Corporation Citizenship US - DE
☐ Other _____ Citizenship _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: ☐ Yes ☐ No
(Designations must be a separate document from assignment)

4. Application number(s) or registration number(s) and Identification or description of the Trademark.

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

See Schedule I

Additional sheet(s) attached? ☒ Yes ☐ No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

5. Name & address of party to whom correspondence concerning document should be mailed:

Name: James P. Murphy, Legal Assistant

Internal Address: Cahill Gordon & Reindel LLP

Street Address: 80 Pine Street

City: New York

State: NY Zip: 10005

Phone Number: (212) 701-3345

Fax Number: (212) 378-2610

Email Address: smurphy@cahill.com

6. Total number of applications and registrations involved:

17

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$

- ☐ Authorized to be charged to deposit account
☐ Enclosed

8. Payment information:

Deposit Account Number _____

Authorized User Name _____

9. Signature:

Signature

October 7, 2010

Date

JAMES P. MURPHY
Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 7

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

**ADDITIONAL NAMES OF RECEIVING PARTIES (In connection with Item 2 of Trademark
Recordation Form Cover Sheet):**

**CHG Healthcare Services, Inc.
6440 South Millrock Drive,
Suite 175
Salt Lake City, UT 84121**

Delaware Corporation

Citizenship - US - DE

RELEASE OF SECURITY INTEREST IN TRADEMARKS

THIS RELEASE OF SECURITY INTEREST IN TRADEMARKS (this “Release”) is made as of October 7, 2010 granted by Citibank, N.A., in its capacity as administrative agent pursuant to the Second Lien Credit Agreement (in such capacity, the “Administrative Agent”) dated as of December 20, 2006, as amended and restated as of January 8, 2007 (as amended, amended and restated, supplemented or otherwise modified from time to time, the “Second Lien Credit Agreement”), by and among CHG Companies, Inc. and CHG Medical Staffing, Inc. as borrowers, CHG Healthcare Services, Inc. as parent guarantor, the subsidiary guarantors party thereto, the lenders from time to time party thereto, the Administrative Agent and the other parties thereto..

WHEREAS, pursuant to the terms and conditions of that certain Second Lien Trademark Security Agreement, dated dated as of December 20, 2006, between CHG Management, Inc. and CHG Healthcare Services, Inc. (collectively, the “Pledgors”) and the Administrative Agent (the “Second Lien Security Agreement”; all capitalized terms used but not defined herein shall have the respective meanings ascribed thereto in the Second Lien Security Agreement), the Pledgors granted to the Administrative Agent a continuing security interest in all of its right, title and interest in and to the Trademarks including, without limitation, the Trademark registrations and applications set forth on Schedule I hereto together with the goodwill associated therewith (collectively, the “Trademarks”);

WHEREAS the Second Lien Security Agreement relating to the Trademarks has been recorded with the Assignments Division of the U.S. Trademark and Trademark Office on October 16, 2008 at Reel 3871 and Frame 0941; and

WHEREAS the Pledgors have paid all of their outstanding indebtedness under the Second Lien Credit Agreement which is secured by the Second Lien Security Agreement and have requested that the Administrative Agent release its security interest in the Trademarks;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Administrative Agent hereby terminates the Second Lien Security Agreement, and hereby terminates, cancels, re-pledges, reassigns and releases any and all security interests it has against the Trademarks, without warranty or recourse.

If and to the extent the Administrative Agent has acquired any right, title or interest to any of the Trademarks, it hereby assigns and transfers such rights, title or interest to the Pledgors. The Administrative Agent shall take all further actions, and provide to the Pledgors and their successors, assigns or other legal representatives, all such cooperation and assistance (including, without limitation, the execution and delivery of any and all documents or other instruments), reasonably requested by the Pledgors to more fully and effectively effectuate the purposes of this Release.

This Release shall be construed in accordance with and governed by the law of the State of New York.

(signature page follows)

IN WITNESS WHEREOF, the Administrative Agent has caused this Release of Security Interest in Trademarks to be executed and delivered by its duly authorized officer as of the date first set forth above.

CITIBANK, N.A.,
as Administrative Agent,

By: 

Name: Alvaro de Velasco
Vice President
Title: (212) 816-4312

[CHG - Signature Page to Release of Security Interest in Trademarks - Second Lien]

SCHEDULE I
to
RELEASE OF INTEREST IN TRADEMARKS

Grantor	Mark	Country	Serial No. /Reg. No.	WN File No.	Filing Date /Reg. Date	Expiration Date
CHG Management, Inc.	COMPHEALTH	U.S.	1426819	15704.2	01/27/1987	01/27/2017
CHG Healthcare Services, Inc.	GECKO DESIGN	U.S.	2659398	15704.16	12/10/2002	12/10/2012
CHG Management, Inc.	WEATHERBY LOCUMS	U.S.	2794781	15704.19	12/16/2003	12/16/2013
CHG Management, Inc.	COMPHEALTH (LOGO) (Color)	U.S.	2980710	15704.20	08/02/2005	08/02/2015
CHG Management, Inc.	GECKO LOGO (Color)	U.S.	2794767	15704.21	12/16/2003	12/16/2013
CHG Management, Inc.	TRANSFORMING HEALTHCARE RECRUITING AND STAFFING	U.S.	2794759	15704.22	12/16/2003	12/16/2013
CHG Management, Inc.	TRANSFORMING HEALTHCARE CAREERS	U.S.	2794760	15704.23	12/16/2003	12/16/2013
CHG Management, Inc.	COMPHEALTH GROUP	U.S.	3071672	15704.24	03/21/2006	03/21/2016
CHG Management, Inc.	WEATHERBY LOCUMS, INC. & DESIGN	U.S.	2920592	15704.30	01/25/2005	01/25/2015
CHG Management, Inc.	COMPREHENSIVE HEALTHCARE STAFFING	U.S.	3006712	15704.34.1	10/11/2005	10/11/2015
CHG Management, Inc.	COMPHEALTH COMPREHENSIVE HEALTHCARE STAFFING & DESIGN (Color)	U.S.	2922650	15704.36	02/01/2005	02/01/2015
CHG Management, Inc.	RN NETWORK	U.S.	2956184	15704.41	05/24/2005	05/24/2015
CHG Management, Inc.	RN NETWORK	U.S.	3290177		09/11/2007	09/11/2017
CHG Management, Inc.	CHG	U.S.	3242988	15704.43	05/15/2007	05/15/2017

CHG Management, Inc.	Foundation Medical Staffing	U.S.	3232697	15704.45	04/24/2007	04/24/2017
CHG Management, Inc.	DESTINATION HEALTHCARE STAFFING & DESIGN (Color)	U.S.	3246088	15704.37	05/29/2007	05/29/2017
CHG Management, Inc.	HEXTITE	U.S.	2817586		2/24/2004	2/24/2014