

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
TRANSPORT LABOR CONTRACT/LEASING, INC.		04/02/2012	CORPORATION: NORTH DAKOTA

RECEIVING PARTY DATA

Name:	MARQUETTE CAPITAL FUND II, LP
Street Address:	60 SOUTH SIXTH STREET
Internal Address:	SUITE 3510
City:	MINNEAPOLIS
State/Country:	MINNESOTA
Postal Code:	55402
Entity Type:	LIMITED PARTNERSHIP: DELAWARE

Name:	MERION INVESTMENT PARTNERS II, L.P.
Street Address:	555 EAST LANCASTER AVENUE
Internal Address:	SUITE 500
City:	RADNOR
State/Country:	PENNSYLVANIA
Postal Code:	19087
Entity Type:	LIMITED PARTNERSHIP: DELAWARE

Name:	HIGH STREET CAPITAL IV SBIC, L.P.
Street Address:	11 SOUTH LASALLE STREET
Internal Address:	5TH FLOOR
City:	CHICAGO
State/Country:	ILLINOIS
Postal Code:	60603
Entity Type:	LIMITED PARTNERSHIP: DELAWARE

PROPERTY NUMBERS Total: 11

OP \$290.00 3292136

Property Type	Number	Word Mark
Registration Number:	3292136	BEHIND THE SCENES @ TLC
Registration Number:	3579950	SAFETY INSIDER
Registration Number:	3347391	THE TLC COMPANIES
Registration Number:	3186448	THE TLC COMPANIES
Registration Number:	2823291	TLC HR CONNECT
Registration Number:	3456983	TLC'S FUEL FOR THOUGHT
Registration Number:	2877594	TOP DOG
Registration Number:	2877595	TOTAL LOGO CREATIONS
Registration Number:	3165312	VALUSCREEN
Serial Number:	77525790	AMERICA'S MOST TRUSTED PROFESSIONAL EMPLOYER ORGANIZATION
Serial Number:	77164006	TLC'S FUEL FOR THOUGHT

CORRESPONDENCE DATA

Fax Number: (612)492-7077

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: 612-492-7000

Email: ip@fredlaw.com

Correspondent Name: Patricia A. Larson, Senior Paralegal

Address Line 1: Fredrikson & Byron, P.A.

Address Line 2: 200 S. SIXTH STREET, SUITE 4000

Address Line 4: MINNEAPOLIS, MINNESOTA 55402

NAME OF SUBMITTER: Patricia A. Larson

Signature: /Patricia A. Larson/

Date: 04/05/2012

Total Attachments: 3

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NOTICE OF SECURITY INTEREST IN U.S. TRADEMARKS

United States Patent and Trademark Office:

Please be advised that pursuant to a Security Agreement dated as of April 2, 2012 (the "Security Agreement") by TRANSPORT LABOR CONTRACT/LEASING, INC., a North Dakota corporation ("Grantor"), for the benefit of MARQUETTE CAPITAL FUND II, LP, a Delaware limited partnership, ("Marquette" or the "Agent"), MERION INVESTMENT PARTNERS II, L.P., a Delaware limited partnership ("Merion"), and HIGH STREET CAPITAL IV SBIC, L.P., a Delaware limited partnership ("High Street", and collectively with Marquette and Merion, the "Secured Parties"), Grantor has granted to Secured Parties a continuing security interest in, and a continuing lien upon, all of the trademarks and trademark applications described below together with the goodwill of the business with which any trademarks and trademark applications included with such intellectual property are associated:

TRADEMARKS

See Part I of Exhibit A attached hereto and incorporated herein by reference.

TRADEMARK APPLICATIONS

See Part II of Exhibit A attached hereto and incorporated herein by reference.

Secured Parties' security interest in the described trademarks and trademark applications can be terminated only in accordance with the terms of the Security Agreement.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned has executed this Notice as of the date first written above.

TRANSPORT LABOR CONTRACT/LEASING,
INC., a North Dakota corporation

By: 

Its: President

Signature Page to Notice of Security Interest in Trademarks (Transport Labor Contract/Leasing, Inc.)

EXHIBIT A

PART I. TRADEMARKS

Mark	Registration No.	Registration Date
BEHIND THE SCENES @ TLC	3,292,136	9/11/2007
SAFETY INSIDER	3,579,950	2/24/2009
THE TLC COMPANIES	3,347,391	12/4/2007
THE TLC COMPANIES & Design	3,186,448	12/19/2006
TLC HR CONNECT	2,823,291	3/16/2004
TLC'S FUEL FOR THOUGHT	3,456,983	7/1/2008
TOP DOG	2,877,594	8/24/2004
TOTAL LOGO CREATIONS (cancelled)	2,877,595	8/24/2004
VALUSCREEN	3,165,312	10/31/2006

PART II. TRADEMARK APPLICATIONS

MARK	SERIAL NUMBER	FILING DATE
AMERICA'S MOST TRUSTED PROFESSIONAL EMPLOYER ORGANIZATION (abandoned)	77/525,790	7/18/2008
TLC'S FUEL FOR THOUGHT (abandoned)	77/164006	4/24/2007