

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT														
NATURE OF CONVEYANCE:	Termination and Release of Security Interest in Trademarks (First Lien and Second Lien)														
CONVEYING PARTY DATA															
<table border="1"> <thead> <tr> <th>Name</th> <th>Formerly</th> <th>Execution Date</th> <th>Entity Type</th> </tr> </thead> <tbody> <tr> <td>Bank of America, N.A., as Administrative Agent</td> <td></td> <td>04/05/2012</td> <td>national banking association: UNITED STATES</td> </tr> </tbody> </table>				Name	Formerly	Execution Date	Entity Type	Bank of America, N.A., as Administrative Agent		04/05/2012	national banking association: UNITED STATES				
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RECEIVING PARTY DATA															
<table border="1"> <tr> <td>Name:</td> <td>The MHA Group, Inc.</td> </tr> <tr> <td>Street Address:</td> <td>5001 Statesman Drive</td> </tr> <tr> <td>City:</td> <td>Irving</td> </tr> <tr> <td>State/Country:</td> <td>TEXAS</td> </tr> <tr> <td>Postal Code:</td> <td>75063</td> </tr> <tr> <td>Entity Type:</td> <td>CORPORATION: TEXAS</td> </tr> </table>				Name:	The MHA Group, Inc.	Street Address:	5001 Statesman Drive	City:	Irving	State/Country:	TEXAS	Postal Code:	75063	Entity Type:	CORPORATION: TEXAS
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PROPERTY NUMBERS Total: 3															
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CORRESPONDENCE DATA															
<p>Fax Number: 9194168328</p> <p><i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i></p> <p>Phone: 9192868041</p> <p>Email: pto_tmconfirmation@mvalaw.com</p> <p>Correspondent Name: Moore & Van Allen PLLC</p> <p>Address Line 1: 430 Davis Drive</p> <p>Address Line 2: Suite 500</p> <p>Address Line 4: Morrisville, NORTH CAROLINA 27560</p>															
ATTORNEY DOCKET NUMBER:	410643-23 JES														

OP \$90.00 3025275

NAME OF SUBMITTER:	John E. Slaughter
Signature:	/John E. Slaughter/
Date:	05/01/2012
Total Attachments: 3 source=Termination TM - 0796 and 0982#page1.tif source=Termination TM - 0796 and 0982#page2.tif source=Termination TM - 0796 and 0982#page3.tif	

**TERMINATION AND RELEASE OF SECURITY INTEREST
IN TRADEMARKS (FIRST LIEN AND SECOND LIEN)**

This **TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS**, dated as of April 5, 2012 ("Release"), is made by **BANK OF AMERICA, N.A.**, as Administrative Agent (the "Administrative Agent") in favor of **THE MHA GROUP, INC.**, a Texas corporation (the "Grantor").

WHEREAS, pursuant to that certain Security Agreement dated as of December 23, 2009 and the Second Lien Security Agreement dated as of September 1, 2010 (each as amended, restated, supplemented, modified, extended, renewed or replaced from time to time, the "Security Agreements") by and among the Obligors party thereto and the Administrative Agent, each Obligor granted to the Administrative Agent, for the ratable benefit of the holders of the Secured Obligations, a continuing security interest in, and a right to set off against, any and all right, title and interest of such Obligor in, to, and under all the Trademarks, Trademark Licenses, and Proceeds of the foregoing;

WHEREAS, pursuant to the Security Agreements, Grantor, an Obligor, executed and delivered to Administrative Agent, for the ratable benefit of the holders of the Secured Obligations, the Notice of Grant of Security Interest in Trademarks dated as of December 23, 2009 recorded at the United States Patent and Trademark Office ("USPTO") on December 29, 2009 at Reel 4121 Frame 0796 and the Notice of Grant of Security Interest in Trademarks dated as of September 1, 2010 recorded at the USPTO on September 8, 2010 at Reel 4273 Frame 0982 (collectively, the "Notices"); and

NOW THEREFORE, in consideration of the mutual promises and undertakings set forth herein and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and with the intention of being legally bound hereby, Administrative Agent, on behalf of the holders of the Secured Obligations, and Grantor (the "parties") agree as follows:

SECTION 1. Defined Terms. All capitalized terms used herein but not otherwise defined herein have the meanings given to them in the Security Agreements or Notices.

SECTION 2. Termination and Release. Administrative Agent, on behalf of the holders of the Secured Obligations, without representation, warranty, or recourse, hereby:

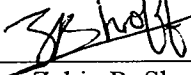
(a) terminates, cancels, discharges, and releases the mortgage, pledge, and hypothecation and lien on and security interest in and to the right, title, and interest in, to, and under all the Trademarks, Trademark Licenses, and Proceeds of the foregoing, including the foregoing listed on Schedule A attached hereto; and

(b) authorizes the recordation of this Release with the USPTO.

IN WITNESS WHEREOF, the Administrative Agent, on behalf of the holders of the Secured Obligations, has caused this Termination and Release of Security Interest in Trademarks to be duly executed as of the date first set forth above.

Administrative Agent:

BANK OF AMERICA, N.A.
as Administrative Agent

By: 
Name: Zubin R. Shroff
Title: Director

Schedule A

**U.S. Trademarks Subject to Security Interest
Granted by The MHA Group, Inc.
In Favor of Bank of America, N.A., as Administrative Agent
First Lien Recorded December 29, 2009 at Reel 4121 Frame 0796
Second Lien Recorded September 8, 2010 at Reel 4273 Frame 0982**

Registered Marks

Mark	Registration No.	Registration Date
THE MHA GROUP	3025275	12/13/05
STAFF CARE	2941363	04/19/05
MERRITT HAWKINS	2934515	03/22/05