

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
O'Grady-Peyton International (USA), Inc.		04/05/2012	CORPORATION: MASSACHUSETTS

RECEIVING PARTY DATA	
Name:	SunTrust Bank, as Administrative Agent
Street Address:	303 Peachtree St. NE
Internal Address:	23rd Floor
City:	Atlanta
State/Country:	GEORGIA
Postal Code:	30308
Entity Type:	CORPORATION: GEORGIA

PROPERTY NUMBERS Total: 4		
Property Type	Number	Word Mark
Registration Number:	2547450	OGP
Registration Number:	2543091	O'GRADY PEYTON
Registration Number:	2561992	O'GRADY PEYTON INTERNATIONAL
Registration Number:	2615101	O'GRADY PEYTON INTERNATIONAL

CORRESPONDENCE DATA	
Fax Number:	9194168328
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</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

OP \$115.00 2547450

TRADEMARK

ATTORNEY DOCKET NUMBER:	410643-23 JES
NAME OF SUBMITTER:	John E. Slaughter
Signature:	/John E. Slaughter/
Date:	06/04/2012
Total Attachments: 4 source=2012 O'Grady Trademarks#page1.tif source=2012 O'Grady Trademarks#page2.tif source=2012 O'Grady Trademarks#page3.tif source=2012 O'Grady Trademarks#page4.tif	

NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

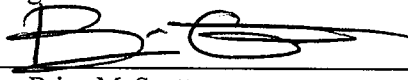
Ladies and Gentlemen:

Please be advised that pursuant to the Security Agreement dated as of April 5, 2012 (as the same may be amended, modified, restated or supplemented from time to time, the "Security Agreement") by and among the Obligor from time to time party thereto (each an "Obligor" and collectively, the "Obligors") and SunTrust Bank, as Administrative Agent (the "Administrative Agent") for the holders of the Secured Obligations referenced therein, the undersigned Obligor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications set forth on Schedule 1 attached hereto to the Administrative Agent for the ratable benefit of the holders of the Secured Obligations.

The undersigned Obligor and the Administrative Agent, on behalf of the holders of the Secured Obligations, hereby acknowledge and agree that the security interest in the trademarks and trademark applications set forth on Schedule 1 attached hereto (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

O'GRADY - PEYTON INTERNATIONAL (USA), INC.
as Obligor

By: 
Name: Brian M. Scott
Title: Chief Financial Officer

:

Acknowledged and Accepted:

SUNTRUST BANK,
as Administrative Agent

By: _____
Name:
Title:

The undersigned Obligor and the Administrative Agent, on behalf of the holders of the Secured Obligations, hereby acknowledge and agree that the security interest in the trademarks and trademark applications set forth on Schedule 1 attached hereto (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

**O'GRADY - PEYTON INTERNATIONAL
INTERNATIONAL (USA), INC.**

as Obligor

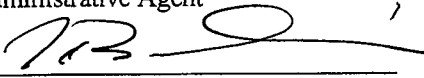
By: _____

Name:

Title:

Acknowledged and Accepted:

SUNTRUST BANK,
as Administrative Agent

By:  _____

Name: J. Ben Cumming

Title: Vice President

AMN Healthcare, Inc.
IP Notice - Trademarks

TRADEMARK
REEL: 004795 FRAME: 0146

Schedule 1

**O'Grady-Peyton International (USA), Inc.
(Massachusetts Corporation)**

U.S. Trademarks

Registered Marks

Mark	Registration No.	Registration Date
OGP	2547450	03/12/02
O'GRADY PEYTON	2543091	02/26/02
O'GRADY PEYTON INTERNATIONAL	2561992	04/16/02
O'GRADY PEYTON INTERNATIONAL and Design	2615101	09/03/02