

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
	Name	Formerly	Execution Date
	Automatic Data Processing, Inc.		02/07/2013
			Entity Type
			CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	ADP, Inc.		
Street Address:	One ADP Boulevard		
City:	Roseland		
State/Country:	NEW JERSEY		
Postal Code:	07068		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
	Property Type	Number	Word Mark
	Registration Number:	2970336	MY TOTALSOURCE
CORRESPONDENCE DATA			
Fax Number:	6507986701		
	<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>		
Phone:	(650) 798-6700		
Email:	PLTrademarks@klgates.com		
Correspondent Name:	Susan E. Hollander, K&L Gates LLP		
Address Line 1:	630 Hansen Way		
Address Line 4:	Palo Alto, CALIFORNIA 94304		
ATTORNEY DOCKET NUMBER:	1402063.00001		
NAME OF SUBMITTER:	Susan E. Hollander		
Signature:	/susan e. hollander/		
Date:	02/13/2013		
Total Attachments: 1 source=Signed Assignment#page1.tif			

CH \$40.00 2970336

Trademark Assignment

This Trademark Assignment ("**Assignment**") is entered into and effective as of February 7, 2013, by and between Automatic Data Processing, Inc., a Delaware corporation located at One ADP Boulevard, Roseland, New Jersey 07068 ("**Assignor**") and ADP, Inc., a Delaware corporation located at One ADP Boulevard, Roseland, New Jersey 07068 ("**Assignee**").

WHEREAS, Assignor is the owner in the United States of MY TOTALSOURCE (the "**Trademark**"), which is registered in the United States Patent and Trademark office under Registration No. 2,970,336 (the "**Registration**");

WHEREAS, Assignor desires to transfer all right, title and interest in and to the Trademark and Registration, including, without limitation, all common law rights associated therewith; together with all goodwill arising from the use of and symbolized by the Trademark;

NOW, THEREFORE, in exchange for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor and Assignee agree as follows:

1. Assignor hereby assigns, transfers, sells, conveys, and delivers to Assignee, its successors and assigns, all right, title and interest in and to the Trademark and the Registration throughout the world, including, without limitation, the goodwill of the business appurtenant thereto and which is symbolized thereby, including the right to license to others and the right to renew any trademark registration which shall issue from the application included in the Trademark, to be held and enjoyed by Assignee for its own use and benefit and for the use and benefit of its successors, assigns and legal representatives, to be used as fully and entirely as said rights would have been held and enjoyed by Assignor had this assignment not been made.

2. Assignor authorizes Assignee to record this Assignment in the United States Patent and Trademark Office and in similar government offices throughout the world.

IN WITNESS WHEREOF, Assignor has executed and delivered this instrument to Assignee on the date first noted above, and Assignee acknowledges receipt of the same.

ASSIGNOR:

Automatic Data Processing, Inc.

By: Michael A. Bonardi
Name: Michael A. Bonardi
Title: Vice President

ASSIGNEE:

ADP, Inc.

By: Michael A. Bonardi
Name: Michael A. Bonardi
Title: President