

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
GROUP O, INC.		06/27/2013	CORPORATION: ILLINOIS

RECEIVING PARTY DATA

Name:	U.S. BANK NATIONAL ASSOCIATION, as Agent
Street Address:	800 NICOLLET MALL
Internal Address:	BC-MN-H04B
City:	MINNEAPOLIS
State/Country:	MINNESOTA
Postal Code:	55402-7020
Entity Type:	national banking association: UNITED STATES

PROPERTY NUMBERS Total: 14

Property Type	Number	Word Mark
Registration Number:	4147920	O2 COLLABORATIVE DIRECT RESPONSE MANAGEM
Registration Number:	4144313	COLLABORATIVE DIRECT RESPONSE MANAGEMENT
Registration Number:	4144312	O2
Registration Number:	4064097	O2 OPTIMIZATION SUITE
Registration Number:	3754483	GROUP O
Registration Number:	3714140	GROUP O
Registration Number:	4074558	O2
Registration Number:	3783902	PURPOSE TOMORROW
Registration Number:	3783900	PURPOSE TOMORROW
Registration Number:	4006720	SMART AUDIT
Serial Number:	85772894	O-SOURCING
Serial Number:	85840352	MYSUPPLY
Serial Number:	77815453	O-PTICS

CH \$365.00 4147920

Serial Number:

77815464

O-VISION

CORRESPONDENCE DATA

Fax Number: 6129778650

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

Phone: 612-977-8483

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Correspondent Name: Sarina Bourdaux, Paralegal

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Address Line 4: Minneapolis, MINNESOTA 55402

ATTORNEY DOCKET NUMBER:

19401.2506

NAME OF SUBMITTER:

John R. Brennan, Esq.

Signature:

/JOHN R. BRENNAN, ESQ./

Date:

07/01/2013

Total Attachments: 3

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NOTICE OF
GRANT OF SECURITY INTEREST
IN TRADEMARKS

Dated: June 27, 2013

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Amended and Restated Security Agreement dated as of June 27, 2013 (as same may be amended, modified, extended or restated from time to time, the "Security Agreement") from GROUP O, INC., an Illinois corporation (the "Borrower") in favor of U.S. BANK NATIONAL ASSOCIATION, a national banking association, in its capacity as contractual representative for the benefit of the Secured Parties defined therein (the "Agent"), the Borrower has granted a continuing security interest in and continuing lien upon, among other things, the trademarks or trademark applications shown below to the Agent:

Serial or Reg. No.	Trademark
85772894	O-Sourcing
85840352	MYSUPPLY
4147920	O2 Collaborative Direct Response Management
4144313	Collaborative Direct Response Management
4144312	O2
4064097	O2 Optimization Suite
3754483	Group O (logo mark)
3714140	Group O (word mark)
77815453	O-ptics
77815464	O-vision
4074558	O2
3783902	purpose tomorrow (logo mark)
3783900	purpose tomorrow (word mark)
4006720	SMART Audit

The Borrower and the Agent hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (a) may only be terminated in accordance with the terms of the Security Agreement and (b) is not to be construed as an assignment of any trademark or trademark application.

[Remainder of page intentionally left blank;
Signature page follows]

Very truly yours,
GROUP O, INC., an Illinois corporation

By *Robert Macriett*
Name: Robert Macriett
Title: CFO

Acknowledged and accepted:

U.S. BANK NATIONAL ASSOCIATION,
a national banking association, as Agent

By _____
Elizabeth J. Limpert, Vice President


[Signature page to Notice of Grant of Security Interest in Trademarks]

Very truly yours,
GROUP O, INC., an Illinois corporation

By _____
Name: _____
Title: _____

Acknowledged and accepted:

U.S. BANK NATIONAL ASSOCIATION,
a national banking association, as Agent

By 
Elizabeth J. Limport, Vice President

[Signature page to Notice of Grant of Security Interest in Trademarks]