

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Security Agreement		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Ambrose Employer Group, LLC		08/20/2013	LIMITED LIABILITY COMPANY: NEW YORK
RECEIVING PARTY DATA			
Name:	JPMORGAN CHASE BANK, N.A.		
Street Address:	10 S. DEARBORN, 7TH FL		
City:	CHICAGO		
State/Country:	ILLINOIS		
Postal Code:	60603		
Entity Type:	National Association: UNITED STATES		
PROPERTY NUMBERS Total: 9			
Property Type	Number	Word Mark	
Registration Number:	4309170		
Registration Number:	4309173	AMBROSE	
Registration Number:	4309174	AMBROSE	
Serial Number:	85692755	WHERE PEOPLE COUNT	
Serial Number:	85692816	HUMILITY RESPECT DEDICATION INTEGRITY EX	
Registration Number:	4096906	AMBROSE	
Registration Number:	3558021	AMBROSE	
Registration Number:	3561559		
Registration Number:	3558017	AMBROSE EMPLOYER GROUP	
CORRESPONDENCE DATA			
Fax Number:	8668265420		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	301-638-0511		

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Email: ipresearchplus@comcast.net
Correspondent Name: IP Research Plus, Inc.
Address Line 1: 21 Tadcaster Circle
Address Line 2: attn: Penelope J.A. Agodoa
Address Line 4: Waldorf, MARYLAND 20602

ATTORNEY DOCKET NUMBER:	CRS1-38886
NAME OF SUBMITTER:	Penelope J.A. Agodoa
Signature:	/pja/
Date:	08/20/2013

Total Attachments: 5
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NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the First Lien Guarantee and Collateral Agreement dated as of August 20, 2013 (as the same may be amended, modified, extended or restated from time to time, the "Agreement"), by and among the Grantors party thereto (each a "Grantor" and collectively, the "Grantors") and JPMORGAN CHASE BANK, N.A., as collateral agent (the "Collateral Agent") for the Secured Parties referenced therein, the undersigned Grantor has granted a continuing security interest in and continuing lien upon the trademarks and trademark applications shown below to the Collateral Agent, for the ratable benefit of the Secured Parties:

TRADEMARKS

<u>Trademark No.</u>	<u>Description of Trademark Item</u>	<u>Date of Trademark</u>
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See Schedule 1 attached hereto

TRADEMARK APPLICATIONS

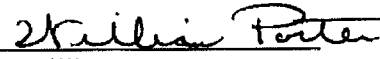
<u>Trademark Applications No.</u>	<u>Description of Trademark Applied for</u>	<u>Date of Trademark Applications</u>
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See Schedule 1 attached hereto

The undersigned Grantor and the Collateral Agent, on behalf of the Secured Parties, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

AMBROSE EMPLOYER GROUP, LLC,
by TRINET HR CORPORATION, as sole
member

By: 

Name: William Porter

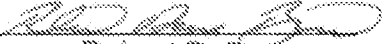
Title: Vice President and CFO

*[Signature Page to First Lien Grant of Security Interest in Trademarks – Ambrose
Employer Group, LLC]*

TRADEMARK
REEL: 005094 FRAME: 0482

Acknowledged and Accepted:

JPMORGAN CHASE BANK, N.A.,
as Collateral Agent

By: 
Name: Robert D. Bryant
Title: Vice President

*[Signature Page to First Lien Grant of Security Interest in Trademarks -- Ambrose
Employer Group, LLC]*

TRADEMARK
REEL: 005094 FRAME: 0483

Schedule 1

Trademarks and Trademark Applications

Mark	App. No.	Reg. No.	Filing Date	Reg. Date	Owner
Lighthouse Design	85721805	4309170	9/6/12	3/26/13	Ambrose Employer Group, LLC
AMBROSE & Lighthouse Design	85721845	4309173	9/6/12	3/26/13	Ambrose Employer Group, LLC
AMBROSE & Lighthouse Design	85721900	4309174	9/6/12	3/26/13	Ambrose Employer Group, LLC
WHERE PEOPLE COUNT	85692755		8/1/12		Ambrose Employer Group, LLC
HUMILITY RESPECT DEDICATION INTEGRITY EXCELLENCE TO TEACH & BE TAUGHT	85692816		8/1/12		Ambrose Employer Group, LLC
AMBROSE	85157549	4096906	10/20/10	2/7/12	Ambrose Employer Group, LLC
AMBROSE & Lighthouse Banner Design	77029357	3558021	10/25/06	1/06/09	Ambrose Employer Group, LLC
Lighthouse Design	77029390	3561559	10/25/06	1/13/09	Ambrose Employer Group, LLC
AMBROSE EMPLOYER GROUP	77023226	3558017	10/17/06	1/06/09	Ambrose Employer Group, LLC