

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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|---|--|--|-----------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | Security Agreement | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Accord Human Resources, Inc. | | 08/20/2013 | CORPORATION: OKLAHOMA |
| RECEIVING PARTY DATA | | | |
| Name: | Wilmington Trust, National Association | | |
| Street Address: | 50 South Sixth Street, Suite 1290 | | |
| City: | Minneapolis | | |
| State/Country: | MINNESOTA | | |
| Postal Code: | 55402 | | |
| Entity Type: | National Association: UNITED STATES | | |
| PROPERTY NUMBERS Total: 6 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 3597190 | ACCORD | |
| Registration Number: | 3597191 | A ACCORD | |
| Registration Number: | 3611031 | A ACCORD HUMAN RESOURCES | |
| Registration Number: | 2490579 | BECAUSE RUNNING A BUSINESS SHOULDN'T RUN | |
| Registration Number: | 2593813 | BECAUSE RUNNING YOUR BUSINESS SHOULDN'T | |
| Registration Number: | 3529232 | MOSAIC BY ACCORD | |
| 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 | | |
| 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 | | |

OP \$165.00 3597190

TRADEMARK

| | |
|---|----------------------|
| ATTORNEY DOCKET NUMBER: | CRS1-38889 |
| NAME OF SUBMITTER: | Penelope J.A. Agodoa |
| Signature: | /pja/ |
| Date: | 08/20/2013 |
| <p>Total Attachments: 5</p> <p>source=38889#page1.tif</p> <p>source=38889#page2.tif</p> <p>source=38889#page3.tif</p> <p>source=38889#page4.tif</p> <p>source=38889#page5.tif</p> | |

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies):

Accord Human Resources, Inc.

- ☐ Individual(s) ☐ Association
☐ General Partnership ☐ Limited Partnership
☒ Corporation- State: OK
☐ Other _____

Citizenship (see guidelines) _____

Additional names of conveying parties attached? ☐ Yes ☒ No

3. Nature of conveyance)/Execution Date(s) :

Execution Date(s) August 20, 2013

- ☐ Assignment ☐ Merger
☒ Security Agreement ☐ Change of Name
☐ Other _____

2. Name and address of receiving party(ies)

☐ Yes
☒ No

Additional names, addresses, or citizenship attached?

Name: Wilmington Trust, National Association

Internal _____

Address: _____

Street Address: 50 South Sixth Street, Suite 1290

City: Minneapolis

State: MN

Country: United States Zip: 55402

- ☐ Association Citizenship _____
☐ General Partnership Citizenship _____
☐ Limited Partnership Citizenship _____
☐ Corporation Citizenship _____

☒ Other National Association Citizenship US

If assignee is not domiciled in the United States, a domestic representative designation is attached: ☐ Yes ☐ No
(Designations must be a separate document from assignment)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)
PLEASE SEE ATTACHED SCHEDULE.

B. Trademark Registration No.(s)
PLEASE SEE ATTACHED SCHEDULE.

Additional sheet(s) attached? ☒ Yes ☐ No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

5. Name & address of party to whom correspondence concerning document should be mailed:

Name: IP Research Plus

Internal Address: _____

Attn: Penelope J.A. Agodoa

Street Address: _____

21 Tadcaster Circle

City: Waldorf

State: MD

Zip: 20602

Phone Number: 301-638-0511

Fax Number: 866-826-5420

Email Address: orders@ipresearchplus.com

6. Total number of applications and registrations involved:

6

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$

- ☐ Authorized to be charged by credit card
☐ Authorized to be charged to deposit account
☐ Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number _____

Authorized User Name _____

9. Signature:

Signature

8/20/13

Date

Jennifer Boshakova

Name of Person Signing

Total number of pages including cover sheet, attachments, and document:

5

NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Second 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 WILMINGTON TRUST, NATIONAL ASSOCIATION, 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> |
|----------------------|--|--------------------------|
|----------------------|--|--------------------------|

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> |
|-----------------------------------|---|---|
|-----------------------------------|---|---|

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,

ACCORD HUMAN RESOURCES, INC.

By: William Porter

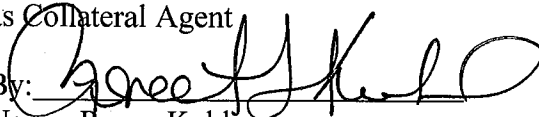
Name: William Porter

Title: Vice President and CFO

*[Signature Page to Second Lien Grant of Security Interest in Trademarks – Accord
Human Resources, Inc.]*

Acknowledged and Accepted:

WILMINGTON TRUST, NATIONAL ASSOCIATION,
as Collateral Agent

By: 
Name: Renee Kuhl
Title: Vice President

*[Signature Page to Second Lien Grant of Security Interest in Trademarks – Accord
Human Resources, Inc.]*

TRADEMARK
REEL: 005094 FRAME: 0985

Schedule 1

Trademarks and Trademark Applications

| Mark | App. No. | Reg. No. | Filing Date | Reg. Date | Owner |
|---|------------|-----------|-------------|-----------|---------------------------------------|
| ACCORD | 77/278,587 | 3,597,190 | 9/13/07 | 3/31/09 | Accord Human Resources, Inc. |
| A ACCORD & Design | 77/278,625 | 3,597,191 | 9/13/07 | 3/31/09 | Accord Human Resources, Inc. |
| A ACCORD HUMAN RESOURCES and Design | 77/375,422 | 3,611,031 | 1/18/08 | 4/28/09 | Accord Human Resources, Inc. |
| BECAUSE RUNNING A BUSINESS SHOULDN'T RUN YOU | 76/116,988 | 2,490,579 | 8/28/00 | 9/18/01 | Accord Human Resources, Inc. |
| BECAUSE RUNNING YOUR BUSINESS SHOULDN'T RUN YOU | 76/116,990 | 2,593,813 | 8/28/00 | 7/16/02 | Accord Human Resources, Inc. |
| MOSAIC BY ACCORD | 78/873,608 | 3,529,232 | 5/1/06 | 11/4/08 | Accord Human Resources, Inc. |