

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM297970

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
YRC Worldwide Inc.		02/13/2014	CORPORATION: DELAWARE
YRC Inc.		02/13/2014	CORPORATION: DELAWARE
USF Holland Inc.		02/13/2014	CORPORATION: MICHIGAN
YRC Regional Transportation, Inc.		02/13/2014	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	RBS Citizens Business Capital, a division of RBS Asset Finance, Inc., a subsidiary of RBS Citizens, N.A., as Agent		
Street Address:	71 South Wacker Drive, Suite 2900		
Internal Address:	Attn: Kimberly A. Crotty, V. P.		
City:	Chicago		
State/Country:	ILLINOIS		
Postal Code:	60606		
Entity Type:	CORPORATION: NEW YORK		
PROPERTY NUMBERS Total: 74			
Property Type	Number	Word Mark	
Registration Number:	3174011	YRC WORLDWIDE	
Registration Number:	2014616	2-DAY USA	
Registration Number:	4073936	ANY NEED. ANY SPEED. GUARANTEED.	
Registration Number:	3775974	BE CONFIDENT. IT'S A YRC DELIVERY.	
Registration Number:	3765099	CONFIDENCE DELIVERED	
Registration Number:	2359522	EXACT	
Registration Number:	2230978	EXACT EXPRESS	
Registration Number:	3278704	EXACT EXPRESS	
Registration Number:	2375251	EXACT EXPRESS EXPEDITED AIR & GROUND DEL	
Registration Number:	3760194	EXPEDITED PRECISION	
Registration Number:	3273174	EXPRESS LANE SERVICES	
Registration Number:	2037882	EXPRESSWORKS	
Registration Number:	1671364	E-Z EXPORT	
Registration Number:	3805032	GENUINE HEAVYWEIGHT EXPERTS	
Registration Number:	3305695	GLOBAL QBT	
		TRADEMARK	

Property Type	Number	Word Mark
Registration Number:	3760193	GUARANTEED PRECISION
Registration Number:	3888216	GUARANTEED WINDOW
Registration Number:	3801991	HOLLAND
Registration Number:	1895361	MERGE-IN-TRANSIT
Registration Number:	1829003	PREVIEW
Registration Number:	1288108	QUIKTRAK
Registration Number:	3801990	REDDAWAY
Registration Number:	3279235	REGIONAL OUTFITTERS
Registration Number:	3766225	REIMER
Registration Number:	2961833	REIMER EXPRESS LINES LTD.
Registration Number:	1474437	RELAY
Registration Number:	1458659	RELAY
Registration Number:	3323647	RESIDENTIAL CONNECT
Registration Number:	1050952	ROADWAY
Registration Number:	2115325	ROADWAY EXPRESS
Registration Number:	1068287	ROADWAY R
Registration Number:	3593844	ROADWAY TIME-ADVANTAGE
Registration Number:	3274110	ROADWAY TIME-CRITICAL
Registration Number:	3198956	SEALED EXHIBIT
Registration Number:	3593359	SPECIALIZED SOLUTIONS
Registration Number:	3316864	SWAMP HOLLY
Registration Number:	2076452	USF
Registration Number:	2076453	USF
Registration Number:	2154112	USFREIGHTWAYS
Registration Number:	2154111	USFREIGHTWAYS
Registration Number:	1212749	YELLOW
Registration Number:	1212750	YELLOW
Registration Number:	1212751	YELLOW
Registration Number:	3666792	YELLOW
Registration Number:	3575015	YELLOW
Registration Number:	1866137	YELLOW CORPORATION
Registration Number:	3886496	YELLOW ROADWAY
Registration Number:	4364940	YELLOW ROADWAY CORP.
Registration Number:	3570947	YELLOW TRANSPORTATION
Registration Number:	3653148	YELLOW VOLUME ADVANTAGE
Registration Number:	2935940	YR
Registration Number:	3775973	YRC
Registration Number:	3272882	YRC
Registration Number:	3773115	YRC CONFIDENCE DELIVERED.

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	4259093	YRC FREIGHT
Registration Number:	4369431	YRC FREIGHT
Registration Number:	4259092	YRC FREIGHT
Registration Number:	4190840	YRC FREIGHT
Registration Number:	3809215	YRC GLEN MOORE
Registration Number:	3656715	YRC NORTH AMERICAN TRANSPORTATION
Registration Number:	3395557	YRC REGIONAL TRANSPORTATION
Registration Number:	3776056	YRC REIMER
Registration Number:	4198525	YRC REIMER
Registration Number:	3764931	YRC TIME-ADVANTAGE
Registration Number:	3569587	YRC TRANSPORTATION
Registration Number:	3266262	YRC WORLDWIDE
Registration Number:	3569563	YRC WORLDWIDE BIZCONNECT
Registration Number:	3285422	YRCRT
Registration Number:	3393133	YRCW
Registration Number:	3089016	ZIP DISK
Registration Number:	3341439	YRC LOGISTICS
Registration Number:	1712273	NEW PENN
Registration Number:	1226218	A GREAT WAY TO GO
Registration Number:	1581923	RED STAR EXPRESS

CORRESPONDENCE DATA

Fax Number: 6172484000

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

Email: tadmin@choate.com

Correspondent Name: Daniel L. Scales

Address Line 1: Two International Place

Address Line 2: Choate Hall & Stewart LLP

Address Line 4: Boston, MASSACHUSETTS 02110

ATTORNEY DOCKET NUMBER:	2010204.0011
NAME OF SUBMITTER:	Daniel L. Scales
SIGNATURE:	/daniel l. scales/
DATE SIGNED:	03/12/2014

Total Attachments: 12

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GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, each of (i) YRC Worldwide Inc., a Delaware Corporation, with principal offices at 10990 Roe Avenue, Overland Park, Kansas 66211; (ii) YRC Inc., a Delaware Corporation, with principal offices at 10990 Roe Avenue, Overland Park, Kansas 66211; (iii) USF Holland Inc., a Michigan Corporation, with principal office at 750 East 40th Street, Holland, Michigan 49423; and (iv) YRC Regional Transportation, Inc., a Delaware Corporation, with principal offices at 10990 Roe Avenue, Overland Park, Kansas 66211 (each a “Grantor” and collectively, the “Grantors”) hereby grants to RBS CITIZENS BUSINESS CAPITAL, a division of RBS Asset Finance, Inc., a subsidiary of RBS Citizens, N.A., as Agent, with principal offices at 71 South Wacker Drive, Suite 2900, Chicago, Illinois 60606, Attention: Kimberly A. Crotty, Vice President (the “Grantee”), a continuing security interest in (i) all of such Grantor’s right, title and interest in, to and under the United States trademarks, trademark registrations and trademark applications (collectively, the “Marks”) set forth on Schedule A attached hereto, (ii) all Proceeds (as such term is defined in the Loan and Security Agreement referred to below) and products of the Marks, (iii) the goodwill of the businesses with which the Marks are associated and (iv) all causes of action arising on, prior to or after the date hereof for infringement, or dilution of, or other injury to, any of the Marks or unfair competition regarding the same.

THIS GRANT is made to secure the payment or performance, as the case may be, in full of the Obligations, as such term is defined in the Loan and Security Agreement among the Grantors, the Borrowers from time to time party thereto, the other Guarantors from time to time party thereto, the Lenders from time to time party thereto; the Issuing Banks from time to time party thereto, and Grantee, as Agent, dated as of February 13, 2014 (as amended, modified, restated and/or supplemented from time to time, the “Loan and Security Agreement”).

This Grant has been granted in conjunction with the security interest granted to the Grantee under the Loan and Security Agreement. The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Loan and Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Grant are deemed to conflict with the Loan and Security Agreement, the provisions of the Loan and Security Agreement shall govern.

IN WITNESS WHEREOF, the undersigned have executed this Grant as of the
13th day of February, 2014.

YRC WORLDWIDE INC., Grantor

By Mark D Boehmer
Name: Mark Boehmer
Title: Vice President and Treasurer

YRC INC., Grantor

By Mark D Boehmer
Name: Mark Boehmer
Title: Vice President

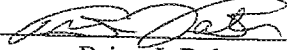
USF HOLLAND INC., Grantor

By Mark D Boehmer
Name: Mark Boehmer
Title: Vice President

YRC REGIONAL TRANSPORTATION, INC.,
Grantor


By Mark D Boehmer
Name: Mark Boehmer
Title: Vice President

RBS CITIZENS BUSINESS CAPITAL,
a division of RBS Asset Finance, Inc.,
a subsidiary of RBS Citizens, N.A.,
as Agent

By: 
Name: Brian J. Baker
Title: Senior Vice President


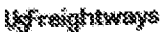
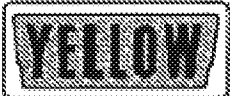


[RBS/YRC – Signature Page to Trademark Security Agreement]





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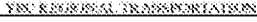
Grantor:	YRC WORLDWIDE INC.	
Mark	Registration Number	Registration Date
YRC WORLDWIDE and Design 	3,174,011	November 17, 2012
2-DAY USA	2,014,616	November 5, 1996
ANY NEED. ANY SPEED. GUARANTEED. ANY NEED. ANY SPEED GUARANTEED.	4,073,936	December 20, 2011
BE CONFIDENT. IT'S A YRC DELIVERY. BE CONFIDENT. IT'S A YRC DELIVERY.	3,775,974	April 13, 2010
CONFIDENCE DELIVERED CONFIDENCE DELIVERED.	3,765,099	March 23, 2010
EXACT	2,359,522	June 20, 2000
EXACT EXPRESS	2,230,978	March 9, 1999
EXACT EXPRESS EXACT EXPRESS	3,278,704	August 14, 2007
EXACT EXPRESS EXPEDITED AIR & GROUND DELIVERY and Design	2,375,251	August 8, 2000


Grantor:	YRC WORLDWIDE INC.	
Mark	Registration Number	Registration Date
		
EXPEDITED PRECISION EXPEDITED PRECISION	3,760,194	March 16, 2010
EXPRESS LANE SERVICES	3,273,174	August 7, 2007
EXPRESSWORKS	2,037,882	February 11, 1997
E-Z EXPORT	1,671,364	January 7, 1992
GENUINE HEAVYWEIGHT EXPERTS GENUINE HEAVYWEIGHT EXPERTS	3,805,032	June 15, 2010
GLOBAL QBT GLOBAL QBT	3,305,695	October 9, 2007
GUARANTEED PRECISION GUARANTEED PRECISION	3,760,193	March 16, 2010
GUARANTEED WINDOW GUARANTEED WINDOW	3,888,216	December 7, 2010
HOLLAND HOLLAND	3,801,991	June 15, 2010
MERGE-IN-TRANSIT	1,895,361	May 23, 1995
PREVIEW	1,829,003	March 29, 1994
QUIKTRAK	1,288,108	July 31, 1984
REDDAWAY REDDAWAY	3,801,990	June 15, 2010

Grantor:	YRC WORLDWIDE INC.	
Mark	Registration Number	Registration Date
REGIONAL OUTFITTERS REGIONAL OUTFITTERS	3,279,235	August 14, 2007
REIMER REIMER	3,766,225	March 30, 2010
REIMER EXPRESS LINES LTD. REIMER EXPRESS LINES LTD.	2,961,833	June 14, 2005
RELAY (Stylized) 	1,474,437	January 26, 1988
RELAY	1,458,659	September 22, 1987
RESIDENTIAL CONNECT RESIDENTIAL CONNECT	3,323,647	October 30, 2007
ROADWAY	1,050,952	October 19, 1976
ROADWAY EXPRESS	2,115,325	November 25, 1997
ROADWAY R (Stylized) 	1,068,287	June 21, 1977
ROADWAY TIME-ADVANTAGE ROADWAY TIME-ADVANTAGE	3,593,844	March 24, 2009
ROADWAY TIME-CRITICAL ROADWAY TIME-CRITICAL	3,274,110	August 7, 2007

Grantor:	YRC WORLDWIDE INC.	
Mark	Registration Number	Registration Date
SEALED EXHIBIT SEALED EXHIBIT	3,198,956	January 16, 2007
SPECIALIZED SOLUTIONS SPECIALIZED SOLUTIONS	3,593,359	March 17, 2009
SWAMP HOLLY SWAMP HOLLY	3,316,864	October 23, 2007
USF and Design 	2,076,452	July 1, 1997
USF	2,076,453	July 1, 1997
USFREIGHTWAYS (Stylized) 	2,154,112	April 28, 1998
USFREIGHTWAYS	2,154,111	April 28, 1998
YELLOW	1,212,749	October 12, 1982
YELLOW and Design 	1,212,750	October 12, 1982
YELLOW and Design 	1,212,751	October 12, 1982
YELLOW	3,666,792	August 11, 2009
YELLOW and Design 	3,575,015	February 17, 2009
YELLOW CORPORATION	1,866,137	December 6, 1994
YELLOW ROADWAY YELLOW ROADWAY	3,886,496	December 7, 2010

Grantor:	YRC WORLDWIDE INC.	
Mark	Registration Number	Registration Date
YELLOW ROADWAY CORP. YELLOW ROADWAY CORP	4,364,940	July 9, 2013
YELLOW TRANSPORTATION YELLOW TRANSPORTATION	3,570,947	February 10, 2009
YELLOW VOLUME ADVANTAGE YELLOW VOLUME ADVANTAGE	3,653,148	July 14, 2009
YR and Design 	2,935,940	March 29, 2005
YRC and Design 	3,775,973	April 13, 2010
YRC YRC	3,272,882	July 31, 2007
YRC CONFIDENCE DELIVERED. and Design 	3,773,115	April 6, 2010
Confidence Delivered YRC FREIGHT and Design 	4,259,093	December 11, 2012
YRC FREIGHT and Design	4,369,431	July 16, 2013

Grantor:	YRC WORLDWIDE INC.	
Mark	Registration Number	Registration Date
		
YRC FREIGHT and Design 	4,259,092	December 11, 2012
YRC FREIGHT YRC FREIGHT	4,190,840	August 14, 2012
YRC GLEN MOORE YRC GLEN MOORE	3,809,215	June 29, 2010
YRC NORTH AMERICAN TRANSPORTATION 	3,656,715	July 21, 2009
YRC REGIONAL TRANSPORTATION 	3,395,557	March 11, 2008
YRC REIMER YRC REIMER	3,776,056	April 13, 2010
YRC REIMER and Design 	4,198,525	August 28, 2012

Grantor:	YRC WORLDWIDE INC.	
Mark	Registration Number	Registration Date
YRC TIME-ADVANTAGE YRC TIME-ADVANTAGE	3,764,931	March 23, 2010
YRC TRANSPORTATION YRC TRANSPORTATION	3,569,587	February 3, 2009
YRC WORLDWIDE YRC WORLDWIDE	3,266,262	July 17, 2007
YRC WORLDWIDE BIZCONNECT YRC WORLDWIDE BIZCONNECT	3,569,563	February 3, 2009
YRCRT YRCRT	3,285,422	August 28, 2007
YRCW YRCW	3,393,133	March 4, 2008
ZIP DISK	3,089,016	May 9, 2006
YRC LOGISTICS YRC LOGISTICS	3,341,439	November 20, 2007
NEW PENN and Design 	1,712,273	September 1, 1992

Grantor:	YRC INC.	
Mark	Registration Number	Registration Date
R ROADWAY & Design	42,190 (Puerto Rico)	
ROADWAY	7,254 (Puerto Rico)	
ROADWAY EXPRESS	39,059 (Puerto Rico)	

Grantor:	USF HOLLAND INC.	
Mark	Registration Number	Registration Date
A GREAT WAY TO GO	1,226,218	February 1, 1983

Grantor:	YRC REGIONAL TRANSPORTATION, INC.	
Mark	Registration Number	Registration Date
RED STAR EXPRESS (Stylized) Red Star Express	1,581,923	February 6, 1990