

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM344068

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
On Assignment, Inc.		06/05/2015	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Wells Fargo Bank, National Association, as Administrative Agent		
<b>Street Address:</b>	1525 West W.T. Harris Blvd.		
<b>Internal Address:</b>	MAC D1109-019		
<b>City:</b>	Charlotte		
<b>State/Country:</b>	NORTH CAROLINA		
<b>Postal Code:</b>	28262		
<b>Entity Type:</b>	a national banking association: UNITED STATES		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	86506242	PEOPLE FIRST	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	7043738822		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
<b>Phone:</b>	(704) 373-4640		
<b>Email:</b>	bsmith@mcguirewoods.com		
<b>Correspondent Name:</b>	Betty G. Smith, Senior Paralegal		
<b>Address Line 1:</b>	McGuireWoods LLP, 201 N. Tryon Street		
<b>Address Line 2:</b>	Suite 3000		
<b>Address Line 4:</b>	Charlotte, NORTH CAROLINA 28202		
<b>ATTORNEY DOCKET NUMBER:</b>	2029724-0564		
<b>NAME OF SUBMITTER:</b>	Betty G. Smith		
<b>SIGNATURE:</b>	/Betty G. Smith/		
<b>DATE SIGNED:</b>	06/09/2015		
<b>Total Attachments: 5</b>			
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**NOTICE  
OF  
GRANT OF SECURITY INTEREST  
IN  
TRADEMARKS**

Dated as of June 5, 2015

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Second Amended and Restated Security Agreement dated as of June 5, 2015 (as amended, restated, supplemented or otherwise modified from time to time, the "Agreement") among the Grantor (as identified on the signature pages hereto), the other grantors party thereto and the Administrative Agent (as identified on the signature pages hereto) 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 identified on Schedule A to the Administrative Agent for the ratable benefit of the Secured Parties.

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


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Very truly yours,

**GRANTOR:**

**ON ASSIGNMENT, INC.**

On Assignment, Inc.  
26745 Malibu Hills Road  
Calabasas, CA 91301

By:   
Name: James L. Brill  
Title: Treasurer

JURISDICTION OF FORMATION OF  
GRANTOR: Delaware

~~STATE OF \_\_\_\_\_;  
COUNTY OF \_\_\_\_\_;~~

~~I, \_\_\_\_\_, a Notary Public for said County and State, do hereby  
certify that James L. Brill personally appeared before me this day and stated that he is Treasurer  
of On Assignment, Inc., a Delaware corporation, and acknowledged on behalf of On  
Assignment, Inc. the due execution of the foregoing instrument.~~

Witness my hand and official seal, this \_\_\_\_\_ day of June, 2015.

*See attached California Acknowledgment*  
Notary Public *EM 6-2-15*

My Commission Expires:  
\_\_\_\_\_  
\_\_\_\_\_

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

CIVIL CODE § 1189

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California )
County of Los Angeles )
On June 2, 2015 before me, Ellen R. McNichol, Notary Public
Date Here Insert Name and Title of the Officer
personally appeared James C. Brill
Name(s) of Signer(s)

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.



Signature Ellen R. McNichol
Signature of Notary Public

Place Notary Seal Above

OPTIONAL

Though this section is optional, completing this information can deter alteration of the document or fraudulent reattachment of this form to an unintended document.

Description of Attached Document

Title or Type of Document: Notice of Grant of Security Interest in Trade Mark Document Date: June 5, 2015
Number of Pages: Three Signer(s) Other Than Named Above: none

Capacity(ies) Claimed by Signer(s)

Signer's Name: James C. Brill
[X] Corporate Officer - Title(s): Treasurer
[ ] Partner -- [ ] Limited [ ] General
[ ] Individual [ ] Attorney in Fact
[ ] Trustee [ ] Guardian or Conservator
[ ] Other:
Signer Is Representing: On Assignment, Inc.

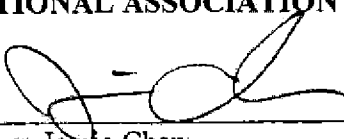
Signer's Name:
[ ] Corporate Officer - Title(s):
[ ] Partner [ ] Limited [ ] General
[ ] Individual [ ] Attorney in Fact
[ ] Trustee [ ] Guardian or Conservator
[ ] Other:
Signer Is Representing:

Acknowledged and accepted:

**ADMINISTRATIVE AGENT:**

Wells Fargo Bank, National Association  
MAC D1109-019  
1525 West W.T. Harris Blvd.  
Charlotte, NC 28262

**WELLS FARGO BANK,  
NATIONAL ASSOCIATION**

By:   
Name: Jamie Chen  
Title: Senior Vice President

Signature Page to  
Notice of Grant of Security Interest in Trademarks  
On Assignment, Inc.

**TRADEMARK**  
**REEL: 005548 FRAME: 0905**

**SCHEDULE A  
TO  
NOTICE  
OF  
GRANT OF SECURITY INTEREST  
IN  
TRADEMARKS**

**TRADEMARKS AND  
TRADEMARK APPLICATIONS**

<b>Trademark</b>	<b>Owner</b>	<b>Country / U.S. State</b>	<b>App. / Reg. Number</b>	<b>Application / Registration Date</b>
PEOPLE FIRST	ON ASSIGNMENT, INC.	USA	86506242	01/16/2015