

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM359709

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Talent Acquisitions, LLC		10/21/2015	LIMITED LIABILITY COMPANY: DELAWARE
RECEIVING PARTY DATA			
Name:	Bank of America, N.A., as administrative agent		
Street Address:	901 MAIN ST		
City:	DALLAS		
State/Country:	TEXAS		
Postal Code:	75202-3714		
Entity Type:	NATIONAL ASSOCIATION: BANK: UNITED STATES		
PROPERTY NUMBERS Total: 7			
Property Type	Number	Word Mark	
Serial Number:	77272493	C PS UNIVERSAL THE STAR OF PAYROLL SERVI	
Serial Number:	85620609	CAPS ETRAIN	
Serial Number:	85620600	CAPS ETRAIN	
Serial Number:	85538239	CAPS	
Serial Number:	85224747	CAPS PAY	
Serial Number:	86274770	C-PAS	
Serial Number:	86274775	CAPS C-PAS	
CORRESPONDENCE DATA			
Fax Number:	2127557306		
<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>			
Phone:	212.326.3939		
Email:	NYTEF@JONESDAY.COM		
Correspondent Name:	Beth D. Vogel		
Address Line 1:	222 East 41st Street		
Address Line 4:	New York, NEW YORK 10017		
ATTORNEY DOCKET NUMBER:	739326-710042		
NAME OF SUBMITTER:	Beth D. Vogel		
SIGNATURE:	/Beth D. Vogel/		

CH \$190.00 77272493

DATE SIGNED:	10/23/2015
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Total Attachments: 4

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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 Security and Pledge Agreement dated as of October 21, 2015 (as amended, modified, extended, restated, renewed, replaced, or supplemented from time to time, the "Agreement") and among the Grantors party thereto (each an "Grantor" and collectively, the "Grantors") and Bank of America, N.A., as administrative agent (the "Administrative 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 on Schedule 1 attached hereto to the Administrative Agent for the ratable benefit of the Secured Parties.

The undersigned Grantor and the Administrative Agent, on behalf of the Secured Parties, 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 Agreement and (b) is not to be construed as an assignment of any trademark or trademark application.

[Signature page to follow]

Very truly yours,

TALENT ACQUISITIONS, LLC

By:  _____

Name: Anne Plechner

Title: Senior Vice President and
Chief Financial Officer

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Administrative Agent

By: _____

Name: _____

Title: _____

Very truly yours,

TALENT ACQUISITIONS, LLC

By: _____

Name: _____



Title: _____

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Administrative Agent

By:  _____
Name: Daniel S. [unclear]
Title: SVP

Schedule 1

Trademark	Registration No. / Application No.	Serial No.	Registration Date	Country
 THE STAR of PAYROLL SERVICES	Registration No. 3,558,514	77272493	January 6, 2009	USA
CAPS eTRAIN	Registration No. 4,531,574	85620609	May 20, 2014	USA
	Registration No. 4,531,573	85620600	May 20, 2014	USA
CAPS	Registration No. 4,270,975	85538239	January 8, 2013	USA
CAPS Pay	Registration No. 4,143,752	85224747	May 15, 2012	USA
C-PAS	Not available	86274770	Filing Date: May 7, 2014	USA
CAPS C-PAS	Not available	86274775	Filing Date: May 7, 2014	USA