

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM381816

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE OF TRADEMARK SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
BANK OF AMERICA, N.A., AS ADMINISTRATIVE AGENT		04/22/2016	National Banking Association: UNITED STATES
RECEIVING PARTY DATA			
Name:	OVATION PAYROLL, INC. (K/N/A HEARTLAND PAYROLL SOLUTIONS, INC.)		
Street Address:	90 NASSAU STREET		
Internal Address:	2ND FLOOR		
City:	PRINCETON		
State/Country:	NEW JERSEY		
Postal Code:	08542		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	3991197		
Registration Number:	3921229	OVATION PAYROLL	
Registration Number:	3930164	PAYROLL WITH PERSONALITY	
CORRESPONDENCE DATA			
Fax Number:	9192868199		
<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:	919 286-8000		
Email:	PTO_TMconfirmation@mvalaw.com		
Correspondent Name:	MOORE & VAN ALLEN PLLC		
Address Line 1:	3015 CARRINGTON MILL BOULEVARD		
Address Line 2:	SUITE 400		
Address Line 4:	MORRISVILLE, NORTH CAROLINA 27560		
ATTORNEY DOCKET NUMBER:	017625.004980		
NAME OF SUBMITTER:	JOHN E. SLAUGHTER		
SIGNATURE:	/JOHN E. SLAUGHTER/		
DATE SIGNED:	04/25/2016		

OP \$90.00 3991197

Total Attachments: 4

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RELEASE OF TRADEMARK SECURITY INTEREST

April 22, 2016

For good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Bank of America, N.A., as administrative agent (the "Administrative Agent"), whose address is 135 S. LaSalle St., Chicago, Illinois 60603, pursuant to that certain Amended and Restated Collateral Agreement dated as of September 4, 2014, by and among the grantors from time to time party thereto (each a "Grantor" and collectively, the "Grantors") and the Administrative Agent for the Secured Parties referenced therein (as the same may have been amended, modified, restated, or supplemented from time to time, the "Collateral Agreement"), does hereby unconditionally and expressly release, terminate and forever discharge and extinguish any and all of its right, title and interest in and to any and all liens and security interests it may have under all intellectual property collateral identified in the Collateral Agreement and the Notice of Grant of Security Interest in Trademarks dated as of October 23, 2013, among the Administrative Agent and Ovation Payroll, Inc. (k/n/a Heartland Payroll Solutions, Inc.) ("Heartland Payroll") (the "Trademark Security Agreement"), including, without limitation, the trademarks listed on Schedule 1 attached hereto (collectively, the "Released Collateral"), arising from the Collateral Agreement and the Trademark Security Agreement, which was recorded in the United States Patent and Trademark Office ("PTO") on or about October 24, 2013, against the United States trademarks listed on Schedule 1 at Reel/Frame Numbers 5138/0453. The Administrative Agent hereby releases, retransfers and reassigns to Heartland Payroll the security interest and all of the Administrative Agent's right, title and interest in, to and under the Released Collateral. The Administrative Agent will take all such further actions, execute and deliver, at the request and cost of Heartland Payroll, such further instruments, documents and release forms as Heartland Payroll may reasonably request or are required to more effectively release, terminate, discharge, and extinguish any such liens and security interests upon such Released Collateral.

This Release of Trademark Security Interest shall be binding upon the Administrative Agent, its legal representatives, assigns and successors. The Administrative Agent hereby authorizes and requests the Commissioner of Patents and Trademarks and any other applicable government officer to record this Release of Trademark Security Interest.

Executed as of the date first written above.

ADMINISTRATIVE AGENT:

Bank of America, N.A., as Administrative Agent

By:  _____

Name: Denise Jones

Title: Assistant Vice President

HPS Release of Trademark Security Interest
Heartland Payroll


TRADEMARK
REEL: 005777 FRAME: 0461

**Schedule 1
to the Release of Trademark Security Interest**

Released Collateral

[See Attached]

SCHEDULE 1

<u>TRADEMARKS</u>		
<u>Trademark No.</u>	<u>Description of Trademark Item</u>	<u>Date of Trademark</u>
3991197		7/5/2011
3921229	OVATION PAYROLL	2/15/2011
3930164	PAYROLL WITH PERSONALITY	3/8/2011
<u>TRADEMARK APPLICATIONS</u>		
<u>Trademark Applications No.</u>	<u>Description of Trademark Applied for</u>	<u>Date of Trademark Applications</u>
None.		