

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM388968

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest in Trademarks		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Local Staff, LLC		06/22/2016	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	SunTrust Bank, as Administrative Agent		
Street Address:	303 Peachtree Street, N.E.		
Internal Address:	25th Floor		
City:	Atlanta		
State/Country:	GEORGIA		
Postal Code:	30308		
Entity Type:	Corporation: GEORGIA		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	3391381	MEDSTAFF HEALTHCARE SOLUTIONS	
Registration Number:	3166331	MEDSTAFF HEALTHCARE SOLUTIONS THE DIFFER	
Registration Number:	2493645	CLINICAL LAB STAFF	
Registration Number:	2333922	HEALTHCARE FINANCIAL STAFFING	
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:	410643-164		
NAME OF SUBMITTER:	John E. Slaughter		
SIGNATURE:	/John E. Slaughter/		
DATE SIGNED:	06/22/2016		

OP \$115.00 3391381

Total Attachments: 4

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NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

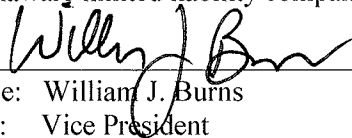
Ladies and Gentlemen:

Please be advised that pursuant to the Security and Pledge Agreement dated as of June 22, 2016 (as the same may be amended, modified, extended or restated from time to time, the "Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and SunTrust Bank, as Administrative Agent (the "Administrative Agent") for the holders of the Secured Obligations referenced therein, the undersigned Obligor has granted a continuing security interest in and continuing lien upon the trademarks and trademark applications set forth on Schedule 1 hereto to the Administrative Agent for the ratable benefit of the holders of the Secured Obligations.

The undersigned Obligor and the Administrative Agent, on behalf of the holders of the Secured Obligations, 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,

LOCAL STAFF, LLC,
a Delaware limited liability company

By: 
Name: William J. Burns
Title: Vice President

Local Staff, LLC
c/o Cross Country Healthcare, Inc.
6551 Park of Commerce Blvd.
Boca Raton, FL 33487
Attention: William J. Burns

Acknowledged and Accepted:

SUNTRUST BANK, as Administrative Agent

By: 

Name: Sheryl Squires Kerley

Title: Vice President

NOTICE OF SECURITY INTEREST IN TRADEMARKS
LOCAL STAFF, LLC

TRADEMARK
REEL: 005820 FRAME: 0227

Schedule 1

Local Staff, LLC
(Delaware Limited Liability Company)

U.S. Trademarks

Trademark Registrations

Mark	Reg. No.	Reg. Date
MEDSTAFF HEALTHCARE SOLUTIONS and Design	3391381	03/04/08
MEDSTAFF HEALTHCARE SOLUTIONS THE DIFFERENCE IS IN THE DETAILS and Design	3166331	10/31/06
CLINICAL LAB STAFF	2493645	09/25/01
HEALTHCARE FINANCIAL STAFFING	2333922	03/21/00

NOTICE OF SECURITY INTEREST IN TRADEMARKS
LOCAL STAFF, LLC