

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM393567

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|---|----------------------------------|-----------------------|----------------------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | RELEASE OF SECURITY INTEREST | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Marquette Capital Fund II, LP | | 07/29/2016 | Limited Partnership: DELAWARE |
| Merion Investment Partners II, L.P. | | 07/29/2016 | Limited Partnership: DELAWARE |
| High Street Capital IV SBIC, L.P. | | 07/29/2016 | Limited Partnership: DELAWARE |
| RECEIVING PARTY DATA | | | |
| Name: | Payroll Plus Corporation | | |
| Street Address: | 6160 Summit Drive N, Suite 500 | | |
| City: | Brooklyn Center | | |
| State/Country: | MINNESOTA | | |
| Postal Code: | 55430 | | |
| Entity Type: | Corporation: DELAWARE | | |
| PROPERTY NUMBERS Total: 1 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 1407925 | PAYROLL PLUS | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | 3128637867 | | |
| <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: | 312-863-7267 | | |
| Email: | jaclyn.digrande@goldbergkohn.com | | |
| Correspondent Name: | Jaclyn Di Grande - Paralegal | | |
| Address Line 1: | Goldberg Kohn Ltd. | | |
| Address Line 2: | 55 E Monroe St., Suite 3300 | | |
| Address Line 4: | Chicago, ILLINOIS 60603 | | |
| ATTORNEY DOCKET NUMBER: | 7213.024 | | |
| NAME OF SUBMITTER: | Jaclyn Di Grande | | |
| SIGNATURE: | /jaclyn di grande/ | | |
| DATE SIGNED: | 08/02/2016 | | |

OP \$40.00 1407925

Total Attachments: 5

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RELEASE OF SECURITY INTEREST IN TRADEMARKS

THIS RELEASE OF SECURITY INTEREST IN TRADEMARKS ("Release") is made as of this 29th day of July 2016, by MARQUETTE CAPITAL FUND II, LP, MERION INVESTMENT PARTNERS II, L.P. and HIGH STREET CAPITAL IV SBIC, L.P. (collectively, the "Lenders"), in favor of PAYROLL PLUS CORPORATION, a Delaware corporation ("Company").

FOR GOOD AND VALUABLE CONSIDERATION, the receipt and adequacy of which are hereby acknowledged, Lenders hereby unconditionally and expressly release, terminate, and extinguish their liens and security interests they may have upon the trademarks listed on Schedule I attached hereto and made a part hereof, which liens and security interests were established under and pursuant to that certain Notice of Security Interest in U.S. Trademarks dated April 2, 2012 executed by Company in favor of Lenders and recorded with the United States Patent and Trademark Office on April 5, 2012 at Reel 4751 Frame 0980.

Lenders consent and agree to execute and deliver, at the request and cost of the Company, such further instruments, documents and release forms as the Company may reasonably request to more effectively, release, terminate and extinguish any such liens and security interests upon such trademarks.

[Signature Page Follows]

IN WITNESS HEREOF, Lenders have caused this Release to be duly executed by their duly authorized officers as of the day and year first above written.

MARQUETTE CAPITAL FUND II, LP

By: Marquette Capital Partners II, LLC,
its general partner

By Thomas H. [Signature]
Its Managing Member

MERION INVESTMENT PARTNERS II, L.P.

By: Merion Financial Partners II, LP, its general partner

By: Merion Fund Management II, LLC, its general partner

By _____
Its _____

HIGH STREET CAPITAL IV SBIC, L.P.

By: High Street Capital IV SBIC Partners, LLC, its general partner

By: High Street Capital Management, Inc., its manager

By _____
Its _____

IN WITNESS WHEREOF, Lenders have caused this Release to be duly executed by their duly authorized officers as of the day and year first above written.

MARQUETTE CAPITAL FUND II, LP

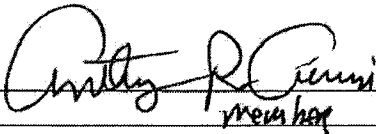
By: Marquette Capital Partners II, LLC,
its general partner

By _____
Its _____

MERION INVESTMENT PARTNERS II, L.P.

By: Merion Financial Partners II, LP, its general
partner

By: Merion Fund Management II, LLC, its general
partner

By  _____
Its *member* _____

HIGH STREET CAPITAL IV SBIC, L.P.

By: High Street Capital IV SBIC Partners, LLC, its
general partner

By: High Street Capital Management, Inc., its manager

By _____
Its _____

IN WITNESS HEREOF, Lenders have caused this Release to be duly executed by their duly authorized officers as of the day and year first above written.

MARQUETTE CAPITAL FUND II, LP

By: Marquette Capital Partners II, LLC,
its general partner

By _____
Its _____

MERION INVESTMENT PARTNERS II, L.P.

By: Merion Financial Partners II, LP, its general partner

By: Merion Fund Management II, LLC, its general partner

By _____
Its _____

HIGH STREET CAPITAL IV SBIC, L.P.

By: High Street Capital IV SBIC Partners, LLC, its general partner

By: High Street Capital Management, Inc., its manager

By Joseph R. Kitch
Its Principal

SCHEDULE I

TRADEMARK REGISTRATIONS

| TRADEMARK | REGISTRATION NUMBER | REGISTRATION DATE |
|------------------|--------------------------------|------------------------------|
| PAYROLL PLUS | 1407925 | 09/02/86 |

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