

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM459988

<b>SUBMISSION TYPE:</b>	RESUBMISSION		
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST		
<b>RESUBMIT DOCUMENT ID:</b>	900433226		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
West Educational Leasing, Inc.		12/22/2017	Corporation: MICHIGAN
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	The Prudential Insurance Company of America, as Collateral Agent		
<b>Street Address:</b>	1114 Avenue of the Americas, 30th Floor		
<b>Internal Address:</b>	c/o Prudential Capital Group		
<b>City:</b>	New York		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	10036		
<b>Entity Type:</b>	Company: NEW JERSEY		
<b>PROPERTY NUMBERS Total: 3</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4912282	PCMI	
<b>Registration Number:</b>	4751859	WILLSUB	
<b>Registration Number:</b>	4613615	WILLSUB	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>			
<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>Email:</b>	jbleskin@schiffhardin.com		
<b>Correspondent Name:</b>	Jennifer Bleskin		
<b>Address Line 1:</b>	233 S. Wacker Drive., Suite 7100		
<b>Address Line 2:</b>	Schiff Hardin LLP		
<b>Address Line 4:</b>	Chicago, ILLINOIS 60606		
<b>NAME OF SUBMITTER:</b>	Jennifer Bleskin		
<b>SIGNATURE:</b>	/s/ Jennifer Bleskin		
<b>DATE SIGNED:</b>	01/30/2018		
<b>Total Attachments: 4</b>			
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**ASSIGNMENT OF SECURITY INTEREST IN TRADEMARKS**

December 22, 2017

Pursuant to and subject to the terms of that certain Security Agreement, dated as of April 16, 2015, by and among S4T Holdings, LLC, a Delaware limited liability company (the “Parent”), S4T Holdings Corp., a Delaware corporation, Source 4 Solutions LLC, a Delaware limited liability company, S4Teachers LLC, a Delaware limited liability company, Mission One Educational Staffing Services LLC, a Delaware limited liability company, and any direct and indirect subsidiaries of the Parent from time to time thereafter made parties hereto pursuant to Section 6 thereof in favor of The Prudential Insurance Company of America, as Collateral Agent (the “Security Agreement”; unless otherwise defined herein, terms defined in the Security Agreement and used herein have the meaning given to them in the Security Agreement), each entity listed on the signature pages hereto, as assignor (each, an “Assignor”) hereby grants and assigns to The Prudential Insurance Company of America, as Collateral Agent, whose address is c/o Prudential Capital Group, 1114 Avenue of the Americas, 30th Floor, New York, NY 10036, Attention: Managing Director, as assignee, a continuing security interest in and a continuing lien upon, each Assignor’s respective right, title and interest in, to and under all trademarks and service marks, registrations and applications for registration now owned or hereafter acquired by each Assignor, together with the goodwill associated therewith (the “Goodwill”), including, without limitation, all proceeds thereof (such as, by way of example but not by way of limitation, license royalties and proceeds of infringement suits), the right to sue for past, present and future infringements, all rights corresponding thereto throughout the world and all extensions and renewals thereof (provided, however, that the pledge and security interest created hereunder shall specifically exclude “intent-to-use” trademarks at all time prior to the first use thereof, whether by the actual use in commerce, the filing of a statement of use with the U.S. Patent and Trademark Office or otherwise) and the below listed registrations and applications for registration:

**U.S. Trademarks**

Trademark, Application and Registration Number	Status	Full Goods/Services
PCMI 86518508 4912282	Registered - Mar. 08, 2016 Filed - Jan. 29, 2015	<p><u>Class 35</u>: Employee leasing; Transportation management services, namely, planning and coordinating transportation of people for others</p> <p><u>Class 42</u>: Software as a service (SAAS) services featuring software for use in database management, for service desk management, for accounting, for payroll processing, for tracking of school district information regarding food service, maintenance, absence requests, and employee attendance, as well as the placing and tracking of substitute teachers, drivers, administrators and staff</p>

Trademark, Application and Registration Number	Status	Full Goods/Services
WILLSUB 86428683 4751859	Registered - Jun. 09, 2015 Filed - Oct. 20, 2014	<u>Class 42:</u> Software as a service (SAAS) services featuring software for use in database management, for service desk management, accounting, payroll processing, and tracking of school district information, absence requests, and teach attendance, and placing and tracking substitute teachers
WILLSUB and Design 86209381 4613615  	Registered - Mar. 03, 2014 Filed - Sep. 30, 2014	<u>Class 42:</u> Software as a service (SAAS) services featuring software for use in database management, for service desk management, accounting, payroll processing, and tracking of school district information, absence requests, and teacher attendance, and placing and tracking substitute teachers

The Collateral Agent's security interest in the trademarks, service marks, registrations, applications for registration and Goodwill can be terminated only in accordance with the terms of the Security Agreement. This Agreement shall be governed by, and construed in accordance with the laws of the State of New York. This Agreement may be executed in counterparts (and by different parties hereto on different counterparts), each of which shall constitute an original, but all of which when taken together shall constitute a single agreement.

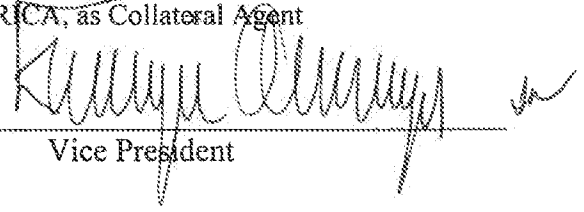
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WEST EDUCATIONAL LEASING, INC.

By:   
Name: John DeVall  
Title: Chief Financial Officer

THE PRUDENTIAL INSURANCE COMPANY OF  
AMERICA, as Collateral Agent

By:

A handwritten signature in cursive script, appearing to read "K. J. ...", written over a horizontal line.

Vice President