

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM466012

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
AMN HEALTHCARE, INC.		02/09/2018	Corporation: NEVADA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	SUNTRUST BANK		
<b>Street Address:</b>	303 Peachtree Street, N.E.		
<b>Internal Address:</b>	25th Floor		
<b>City:</b>	Atlanta		
<b>State/Country:</b>	GEORGIA		
<b>Postal Code:</b>	30308		
<b>Entity Type:</b>	Corporation: GEORGIA		
<b>PROPERTY NUMBERS Total: 65</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	2735046	AMERICAN MOBILE	
<b>Registration Number:</b>	2716051	AMERICAN MOBILE	
<b>Registration Number:</b>	2544900	AMN	
<b>Registration Number:</b>	3817255	AMN	
<b>Registration Number:</b>	2498874	AMN HEALTHCARE	
<b>Registration Number:</b>	5107977	AMN ACCESS MSP	
<b>Registration Number:</b>	5107992	AMN MAXIMIZE MSP	
<b>Registration Number:</b>	5107991	AMN NEXUS MSP	
<b>Registration Number:</b>	3452682	ANESTHESIAZONE	
<b>Registration Number:</b>	3411882	AVANTAS	
<b>Registration Number:</b>	4183078	AVANTAS	
<b>Registration Number:</b>	4183074	AVANTAS	
<b>Registration Number:</b>	3992374	B. E. SMITH	
<b>Registration Number:</b>	5021248	CNO	
<b>Registration Number:</b>	4193775	HEALTHCARE WORKING SMARTER	
<b>Registration Number:</b>	4193774	HEALTHCARE WORKING SMARTER	
<b>Registration Number:</b>	4275372	HELM	
<b>Registration Number:</b>	2701286	IAPPLY	

CH \$1640.00 2735046

Property Type	Number	Word Mark
Registration Number:	4986403	LOCUM LEADERS
Registration Number:	4986404	LOCUMLEADERS
Registration Number:	3743848	M MEDFINDERS
Registration Number:	5351802	M
Registration Number:	3540365	MED TRAVELERS
Registration Number:	4930849	MEDEFIS
Registration Number:	4930848	MEDEFIS
Registration Number:	2489130	MEDEX
Registration Number:	2934515	MERRITT HAWKINS
Registration Number:	4149492	MIGHTY NURSE
Registration Number:	4238987	MIGHTY NURSE
Registration Number:	5371224	MILLICAN MERRITT
Registration Number:	4183080	
Registration Number:	4183076	
Registration Number:	2489132	MYMEDEX
Registration Number:	3024393	NURSECHOICE
Registration Number:	4953942	NURSEFINDERS
Registration Number:	1669698	NURSEFINDERS
Registration Number:	1222995	NURSEFINDERS
Registration Number:	2650073	NURSEZONE
Registration Number:	2713793	NURSEZONE
Registration Number:	2651490	NURSESRX
Registration Number:	2693088	NURSEZONE.COM FOR WORK. FOR LIFE.
Registration Number:	4953925	OH ONWARD HEALTHCARE
Registration Number:	2793863	ONWARD HEALTHCARE
Registration Number:	5356000	PEAK
Registration Number:	5356001	
Registration Number:	5356002	
Registration Number:	4333110	PROCERTIFY
Registration Number:	2835464	RN
Registration Number:	2940612	RN DEMAND
Registration Number:	2785164	RN.COM
Registration Number:	2478710	RN.COM
Registration Number:	2880317	RN.COM
Registration Number:	3033833	SHIFTWISE
Serial Number:	87473391	SHIFTWISE CONNECT
Registration Number:	2120812	SINGLESOURCE
Registration Number:	3428469	SMART SQUARE

Property Type	Number	Word Mark
Registration Number:	2941363	STAFF CARE
Registration Number:	3005156	THE AUTHORITY IN TRAVEL NURSING
Registration Number:	4930547	THE CENTER FOR THE ADVANCEMENT OF HEALTH
Registration Number:	4563626	THE FIRST STRING
Registration Number:	5017181	THE FIRST STRING HEALTHCARE
Registration Number:	3567030	THE LEADER IN LOCUM TENENS STAFFING
Registration Number:	1608455	THE PROFESSIONAL CHOICE
Registration Number:	3081727	TRAVELNURSING.COM
Registration Number:	2069933	WE CARE FOR YOU, SO YOU CAN CARE FOR OTH

**CORRESPONDENCE DATA**

**Fax Number:** 2125046666

*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.*

**Phone:** 212-504-6000

**Email:** jennifer.chick@cwt.com

**Correspondent Name:** Cadwalader, Wickersham & Taft LLP

**Address Line 1:** 200 Liberty Street

**Address Line 4:** New York, NEW YORK 10281

<b>ATTORNEY DOCKET NUMBER:</b>	97269.002
<b>NAME OF SUBMITTER:</b>	Jennifer A. Chick
<b>SIGNATURE:</b>	/Jennifer A. Chick/
<b>DATE SIGNED:</b>	03/16/2018

**Total Attachments: 7**

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EXHIBIT 5(f)(iii)  
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 Agreement dated as of February 9, 2018 (as the same may be amended, modified, restated or supplemented from time to time, the "Security Agreement") by and among AMN Healthcare, Inc. (the "Obligor") 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 attached 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 trademarks and trademark applications set forth on Schedule 1 attached hereto (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

IN WITNESS WHEREOF, the parties have caused this Agreement to be executed by their duly authorized officers as of the date set forth above

Obligor:


AMN HEALTHCARE, INC.,  
a Nevada Corporation

By: 

\_\_\_\_\_  
Name: Denise L. Jackson  
Title: Chief Legal Officer and Corporate  
Secretary

**Administrative Agent:**

**SUNTRUST BANK**

By:  \_\_\_\_\_

Name: Philip VanFossan

Title: Vice President

**SCHEDULE 1****AMN HEALTHCARE, INC.****U.S. Trademark Registrations and Applications**

<b>MARK</b>	<b>REG. #</b>	<b>REG. DATE</b>	<b>CLASS #</b>	<b>SERIAL #</b>	<b>FILE DATE</b>
AMERICAN MOBILE	2735046	07/08/2003	35	75753287	07/16/1999
AMERICAN MOBILE (and Design)	2716051	05/13/2003	35	75874559	12/18/1999
AMN	2544900	03/05/2002	35	76256857	05/14/2001
AMN (stylized/design)	3817255	07/13/2010	35	77873187	11/16/2009
AMN HEALTHCARE	2498874	10/16/2001	35	75753291	07/16/1999
AMN ACCESS MSP	5107977	12/27/2016	35	86872600	01/12/2016
AMN MAXIMIZE MSP	5107992	12/27/2016	35	86876905	01/15/2016
AMN NEXUS MSP	5107991	12/27/2016	35	86876903	01/15/2016
ANESTHESIAZONE	3452682	6/24/2008	35, 44	77275735	09/10/2007
AVANTAS	3411882	04/15/2008	35	76304410	08/27/2001
AVANTAS	4183078	07/31/2012	41	85490735	12/08/2011
AVANTAS	4183074	07/31/2012	35	85490712	12/08/2011
B. E. SMITH	3992374	07/12/2011	35	85072886	06/28/2010
CNO (and Design)	5021248	08/16/2016	35, 41	86850191	12/15/2015
HEALTHCARE WORKING SMARTER	4193775	08/21/2012	41	85490749	12/08/2011
HEALTHCARE WORKING SMARTER	4193774	08/21/2012	35	85490722	12/08/2011
HELM	4275372	01/15/2013	35	85639243	05/31/2012
IAPPLY	2701286	03/25/2003	35	76313716	09/18/2001
LOCUM LEADERS	4986403	06/28/2016	35	86574137	03/24/2015
LOCUM LEADERS (Design)	4986404	06/28/2016	35	86574140	03/24/2015
M MEDFINDERS & Design	3743848	02/02/2010	35, 42	77644918	01/07/2009

MARK	REG. #	REG. DATE	CLASS #	SERIAL #	FILE DATE
M Stylized and Design	5351802	12/05/2017	35	87208908	10/19/2016
MED TRAVELERS	3540365	12/02/2008	35	78789832	01/11/2006
MEDEFIS	4930849	04/05/2016	42	86599804	04/16/2015
MEDEFIS Logo	4930848	04/05/2016	42	86599787	04/16/2015
MEDEX	2489130	09/11/2001	35	75876165	12/21/1999
MERRITT HAWKINS	2934515	03/22/2005	35	76576841	02/23/2004
MIGHTY NURSE	4149492	05/29/2012	35	85429863	09/22/2011
MIGHTY NURSE	4238987	11/06/2012	42	85429479	09/22/2011
MILLICAN MERRITT	5371224	01/02/2018	35	87208910	10/19/2016
Misc Design (Squares Logo)	4183080	07/31/2012	41	85490757	12/08/2011
Misc Design (Squares Logo)	4183076	07/31/2012	35	85490730	12/08/2011
MYMEDEX	2489132	09/11/2001	35	75876290	12/21/1999
NURSECHOICE	3024393	12/06/2005	35	78-267691	06/26/2003
NURSEFINDERS Design	4953942	05/10/2016	35	86577876	03/26/2015
NURSEFINDERS	1669698	12/24/1991	35	74123260	12/14/1990
NURSEFINDERS (Stylized)	1222995	01/04/1983	42	73354659	3/15/1982
NURSEZONE	2650073	11/12/2002	35, 39, 41 & 42	76006473	03/21/2000
NURSEZONE	2713793	05/06/2003	35	75753288	07/16/1999
NURSES RX	2651490	11/19/2002	35	76277616	06/27/2001
NURSEZONE.COM FOR WORK. FOR LIFE. (and Design)	2693088	03/04/2003	44	76412699	05/28/2002



MARK	REG. #	REG. DATE	CLASS #	SERIAL #	FILE DATE
OH ONWARD HEALTHCARE (Design)	4953925	05/10/2016	35	86574128	03/24/2015
ONWARD HEALTHCARE	2793863	12/16/2003	35	76409704	05/17/2002
PEAK	5356000	12/12/2017	35, 41 & 42	87118639	07/27/2016
Peak Government Services Logo (Design of Half Star)	5356001	12/12/2017	35, 41 & 42	87118645	07/27/2016
Peak Health Solutions Logo (Design of Three Triangles)	5356002	12/12/2017	35, 41 & 42	87118685	07/27/2016
PROCERTIFY	4333110	05/07/2013	45	85664331	06/28/2012
RN & Black/White Design	2835464	04/20/2004	35, 41	78171802	10/07/2002
RN DEMAND	2940612	04/12/2005	35	76528998	07/11/2003
RN.COM	2785164	11/18/2003	35	78171796	10/07/2002
RN.COM	2478710	08/14/2001	41	75932705	03/01/2000
RN.COM & Design	2880317	08/31/2004	35, 41	78171815	10/07/2002
SHIFTWISE	3033833	12/27/2005	42	76616830	10/20/2004
SHIFTWISE CONNECT				87473391	06/2/2017
SINGLESOURCE	2120812	12/16/1997	42	75015211	11/06/1995
SMART SQUARE	3428469	05/13/2008	42	78827601	03/02/2006
STAFF CARE	2941363	04/19/2005	35	76576842	02/23/2004
THE AUTHORITY IN TRAVEL NURSING	3005156	10/04/2005	35, 41	78438880	06/21/2004
THE CENTER FOR THE ADVANCEMENT OF HEALTHCARE PROFESSIONALS & DESIGN	4930547	04/05/2016	35, 41	86543148	02/23/2015

<b>MARK</b>	<b>REG. #</b>	<b>REG. DATE</b>	<b>CLASS #</b>	<b>SERIAL #</b>	<b>FILE DATE</b>
THE FIRST STRING	4563626	07/08/2014	35	86124680	11/20/2013
THE FIRST STRING HEALTHCARE	5017181	08/09/2016	35	86853892	12/18/2015
THE LEADER IN LOCUM TENENS STAFFING	3567030	01/27/2009	35	77490013	06/03/2008
THE PROFESSIONAL CHOICE	1608455	07/31/1990	35	73812354	07/13/1989
TRAVELNURSING.CO M & Design	3081727	04/18/2006	35	78438876	06/21/2004
"WE CARE FOR YOU, SO YOU CAN CARE FOR OTHERS"	2069933	06/10/1997	35	75145028	08/05/1996