

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM466026

<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>
STAFF CARE, INC.		02/09/2018	Corporation: TEXAS
<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: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	2540024	COUNTRY DOCTOR OF THE YEAR	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	2125046666		
<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>Phone:</b>	212-504-6000		
<b>Email:</b>	jennifer.chick@cwt.com		
<b>Correspondent Name:</b>	Cadwalader, Wickersham & Taft LLP		
<b>Address Line 1:</b>	200 Liberty Street		
<b>Address Line 4:</b>	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		
<b>Total Attachments: 4</b>			
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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 Staff Care, 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:**

**STAFF CARE, INC.**, a Texas Corporation

By:

  
Name: Denise E. Jackson  
Title: Chief Legal Officer and Corporate Secretary

**Administrative Agent:**

**SUNTRUST BANK**

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

Name: Philip VanFossan

Title: Vice President

**SCHEDULE 1**

**STAFF CARE, 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>
COUNTRY DOCTOR OF THE YEAR [and design]	2540024	02/19/2002	41	76210320	02/12/2001