

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM482291

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|---|--|-----------------------|---|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | Termination and Release of Security Interest in Trademarks | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Bank of America, N.A., as Agent | | 07/13/2018 | National Banking Association: UNITED STATES |
| RECEIVING PARTY DATA | | | |
| Name: | Staff Management Solutions, LLC (f/k/a Seaton, LLC) | | |
| Street Address: | 1015 A Street | | |
| City: | Tacoma | | |
| State/Country: | WASHINGTON | | |
| Postal Code: | 98402 | | |
| Entity Type: | Limited Liability Company: ILLINOIS | | |
| PROPERTY NUMBERS Total: 5 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 3420693 | STUDENTSCOUT | |
| Registration Number: | 2601306 | RISKWISE | |
| Registration Number: | 1835629 | STAFFTRACK | |
| Registration Number: | 2897871 | PEOPLESCOUT | |
| Registration Number: | 2522924 | PEOPLESCOUT | |
| 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: | 9192868000 | | |
| Email: | PTO_TMconfirmation@mvalaw.com, amberwest@mvalaw.com | | |
| Correspondent Name: | MOORE & VAN ALLEN PLLC | | |
| Address Line 1: | 3015 Carrington Mill Blvd., Suite 400 | | |
| Address Line 4: | Morrisville, NORTH CAROLINA 27560 | | |
| ATTORNEY DOCKET NUMBER: | 327000.027829 | | |
| NAME OF SUBMITTER: | John Slaughter | | |
| SIGNATURE: | /john slaughter/ | | |
| DATE SIGNED: | 07/17/2018 | | |

OP \$140.00 3420693

Total Attachments: 3

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source=(2018) Term and Release of SI in TMs (0317) - BoA to Staff Management Solutions, LLC#page2.tif

source=(2018) Term and Release of SI in TMs (0317) - BoA to Staff Management Solutions, LLC#page3.tif

TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS

This **TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS**, dated as of July 13, 2018 ("Release"), is made by Bank of America, N.A., as Agent ("Agent"), in favor of Staff Management Solutions, LLC (f/k/a Seaton, LLC), an Illinois limited liability company ("Grantor").

WHEREAS, pursuant to that certain Loan and Security Agreement dated as of September 11, 2013 ("Loan Agreement") by and among the Grantor, Agent, and others party thereto and the Trademark Security Agreement dated as of September 11, 2013 ("Trademark Security Agreement") by and among the Grantor, Agent, and others party thereto, Grantor granted to Agent, on behalf of and for the benefit of the Secured Parties, a lien in and security interest in all of Grantor's right, title and interest in and to the Trademarks; and

WHEREAS, the Trademark Security Agreement was recorded at the United States Patent and Trademark Office ("USPTO") on September 16, 2013 at Reel 5112 Frame 0317.

NOW THEREFORE, in consideration of the mutual promises and undertakings set forth herein and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and with the intention of being legally bound hereby, Agent, on behalf of the Secured Parties, and Grantor agree as follows:

SECTION 1. Defined Terms. Capitalized terms used herein without definition shall have the meanings ascribed to such terms in the Loan Agreement or Trademark Security Agreement.

SECTION 2. Termination and Release. Agent, on behalf of the Secured Parties, without representation, warranty, or recourse, hereby:

(a) terminates, cancels, discharges, and releases the lien in and security interest in Grantor's right, title, and interest in and to the Trademarks, including, but not limited to, the foregoing listed on Schedule A attached hereto, granted pursuant to the Loan Agreement or Trademark Security Agreement; and

(b) authorizes the recordation of this Release with the USPTO at Grantor's expense.

SECTION 3. Choice of Law. This Release shall be governed by and construed in accordance with the laws of the State of California.

SECTION 4. Acknowledgement. The release of security interest granted herein expressly does not include a release of the security interest granted pursuant to the Security and Pledge Agreement dated as of July 13, 2018 (as amended, restated, supplemented, modified, extended, renewed or replaced from time to time) by and among the Grantor, Bank of America, N.A., in its capacity as administrative agent thereto, and others party thereto.

IN WITNESS WHEREOF, the Agent, on behalf of the Secured Parties, has caused this Termination and Release of Security Interest in Trademarks to be duly executed as of the date first set forth above.

Agent:

BANK OF AMERICA, N.A.,
as Agent

By: _____

Name:

Title:


Stephen King
SVP

Schedule A

**Staff Management Solutions, LLC
(Illinois Limited Liability Company)**

**U.S. Trademarks Subject to Security Interest
Granted by Seaton, LLC
In Favor of Bank of America, N.A.
Recorded September 16, 2013 at Reel 5112 Frame 0317**

Trademark Registrations

| Mark | Reg. No. | Reg. Date |
|--------------|-----------------|------------------|
| STUDENTSCOUT | 3420693 | 04/29/08 |
| RISKWISE | 2601306 | 07/30/02 |
| STAFFTRACK | 1835629 | 05/10/94 |
| PEOPLESCOUT | 2897871 | 10/26/04 |
| PEOPLESCOUT | 2522924 | 12/25/01 |