

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM543699

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	GRANT OF A SECURITY INTEREST - TRADEMARKS		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Global Employment Solutions, Inc.		10/02/2019	Corporation: DELAWARE
Friendly Advanced Software Technology, Inc.		10/02/2019	Corporation: NEW YORK
RECEIVING PARTY DATA			
Name:	Cerberus Business Finance Agency, LLC		
Street Address:	875 Third Avenue		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10022		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 6			
Property Type	Number	Word Mark	
Registration Number:	4711663	FAHRENHEIT IT	
Registration Number:	4699766	FAHRENHEIT	
Registration Number:	4699767	F	
Registration Number:	4361267	LOCAL INTELLIGENCE. GLOBAL ADVANTAGE.	
Registration Number:	2566696	GLOBAL EMPLOYMENT SOLUTIONS	
Registration Number:	1531181	EXCELLENCE AT WORK	
CORRESPONDENCE DATA			
Fax Number:	2125935955		
<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:	(212) 756-2132		
Email:	scott.kareff@srz.com		
Correspondent Name:	Scott Kareff		
Address Line 1:	Schulte Roth & Zabel, 919 Third Avenue		
Address Line 4:	New York, NEW YORK 10022		
ATTORNEY DOCKET NUMBER:	014951.1909		
NAME OF SUBMITTER:	Scott Kareff		

CH \$165.00 4711663

SIGNATURE:	/RS for SK/
DATE SIGNED:	10/03/2019
Total Attachments: 5 source=GES - Trademark Security Agreement#page1.tif source=GES - Trademark Security Agreement#page2.tif source=GES - Trademark Security Agreement#page3.tif source=GES - Trademark Security Agreement#page4.tif source=GES - Trademark Security Agreement#page5.tif	

GRANT OF A SECURITY INTEREST – TRADEMARKS

This Trademark Security Agreement (this "Trademark Security Agreement") is made as of October 2, 2019, by Global Employment Solutions, Inc., a Delaware corporation ("GES") and Friendly Advanced Software Technology, Inc., a New York corporation ("Friendly") and together with GES, collectively, "Grantor", in favor of Cerberus Business Finance Agency, LLC, a Delaware limited liability company, in its capacity as collateral agent for itself and the other Secured Parties (together with its successors and assigns in such capacity, "Grantee").

WHEREAS, the Grantor has entered into a Pledge and Security Agreement, dated September 24, 2019 (as amended, restated, amended and restated, supplemented, modified or otherwise changed from time to time, the "Security Agreement"), in favor of Grantee; and

WHEREAS, pursuant to the Security Agreement, the Grantor has assigned to the Grantee and granted to the Grantee for the benefit of the Secured Parties (as defined in the Security Agreement), a continuing security interest in all right, title and interest of the Grantor in, to and under the trademarks and service marks listed on the attached Schedule A (excluding, for clarity, any intent-to-use trademark applications for which an amendment to allege use or statement of use has not been filed under 15 U.S.C. § 1051(c) or 15 U.S.C. § 1051(d), respectively, or if filed, has not been deemed in conformance with 15 U.S.C. § 1051(a) or examined and accepted, respectively, by the United States Patent and Trademark Office), which trademarks and service marks are registered or applied for in the United States Patent and Trademark Office (the "Trademarks"), together with, among other things, the goodwill of the business symbolized by the Trademarks, and the applications and registrations thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof and any and all damages arising from past, present and future violations thereof (the "Collateral"), to secure the payment, performance and observance of the Secured Obligations (as defined in the Security Agreement).

NOW, THEREFORE, as collateral security for the payment, performance and observance of all of the Secured Obligations, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Grantor does hereby pledge and grant to the Grantee for the benefit of the Grantee and Secured Parties, a continuing security interest in the Collateral (other than, to the extent provided in the Security Agreement, any Excluded Property).

All capitalized terms used but not otherwise defined herein have the meanings given to them in the Security Agreement.

The Grantor does hereby further acknowledge and affirm that the rights and remedies of the Grantee with respect to the Collateral are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein. In the event of any conflict between the terms of this Trademark Security Agreement and the terms of the Security Agreement, the Security Agreement shall control.

This Trademark Security Agreement may be executed in any number of counterparts and by different parties in separate counterparts, each of which when so executed shall be deemed to be an original and all of which taken together shall constitute one and the same

agreement. Delivery of an executed counterpart by facsimile or electronic mail shall be equally effective as delivery of an original executed counterpart.

[Remainder of page intentionally left blank]

IN WITNESS WHEREOF, the Grantor has caused this Trademark Security Agreement to be duly executed by its officer thereunto duly authorized as of the date first set forth above.


GLOBAL EMPLOYMENT SOLUTIONS, INC.

By: Kevin LeCompte
Name: Kevin LeCompte
Title: Chief Executive Officer and Secretary

FRIENDLY ADVANCED SOFTWARE
TECHNOLOGY, INC.

By: Kevin LeCompte
Name: Kevin LeCompte
Title: Chief Executive Officer and Secretary

SCHEDULE A TO GRANT OF A SECURITY INTEREST

Owner	MARK	APP. NO. / REG. NO.	GOODS / SERVICES	STATUS / KEY DATES
Global Employment Solutions, Inc.	FAHRENHEIT IT Disclaimer: "IT"	App. No. 86355772 Reg. No. 4711663	(Int'l Class: 35) consulting services in the field of employment and human resources; employment agency services, namely, filing the temporary and permanent staffing needs of businesses; employee leasing	Registered First Use: Jan. 31, 2012 Filed: Aug. 02, 2014 Registered: Mar. 31, 2015
Global Employment Solutions, Inc.	FAHRENHEIT	App. No. 86355781 Reg. No. 4699766	(Int'l Class: 35) consulting services in the field of employment and human resources; employment agency services, namely, filing the temporary and permanent staffing needs of businesses; employee leasing	Registered First Use: Dec. 31, 1999 Filed: Aug. 02, 2014 Registered: Mar. 10, 2015
Global Employment Solutions, Inc.	F Design 	App. No. 86355786 Reg. No. 4699767	(Int'l Class: 35) consulting services in the field of employment and human resources; employment agency services, namely, filing the temporary and permanent staffing needs of businesses; employee leasing	Registered First Use: Jan. 31, 2012 Filed: Aug. 02, 2014 Registered: Mar. 10, 2015
			(Int'l Class: 42) consulting in the field of information technology	

Owner	MARK	APP. NO. / REG. NO.	GOODS / SERVICES	STATUS / KEY DATES
Global Employment Solutions, Inc.	LOCAL INTELLIGENCE. GLOBAL ADVANTAGE.	App. No. 85775762 Reg. No. 4361267	(Int'l Class: 35) Employment agency services, namely, filling the temporary and permanent staffing needs of businesses; Professional staffing and recruiting services (Int'l Class: 42) IT consulting services	Registered First Use: Jan. 01, 2006 Filed: Nov. 09, 2012 Registered: Jul. 02, 2013
Global Employment Solutions, Inc.	GLOBAL EMPLOYMENT SOLUTIONS Disclaimer: "EMPLOYMENT"	App. No. 76063955 Reg. No. 2566696	(Int'l Class: 35) Employment and human resource consulting, temporary staffing and employee leasing (Int'l Class: 42) Information technology consulting; computer programming for others	Registered First Use: Sep. 1998 Filed: Jun. 05, 2000 Registered: May 07, 2002
Friendly Advanced Software Technology, Inc.	EXCELLENCE AT WORK	App. No. 73722555 Reg. No. 1531181	(Int'l Class: 35) employment agency services	Registered First Use: Mar. 13, 1988 Filed: Apr. 15, 1988 Registered: Mar. 21, 1989