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hed original documents or copy thereof.

1. Name of conveying party(ies):
NationsBank, N.A., as Adminsitrative Agent

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State
 Other _____

2. Name and address of receiving party(ies):
Healthcare Staffing Solutions, Inc., Successor
Name: by Merger to StarMed Staffing, Inc.

Internal Address: _____
7733 Forsyth Blvd., Suite 1700

Street Address _____

City: St. Louis State: MO Zip: 63105

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other Termination of Security Interest and Release of Collateral

Individual(s) citizenship: _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation State MA
 Other _____

Execution Date: 12/31/98

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
 (Designations must be a separate document from assignment)
 Additional name(s) & address(es) attached? Yes No

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

B. Trademark Registration No(s).:
1,488,786

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Terri Branson

Name: _____
 Internal Address: Lewis, Rice & Fingersh, L.C.

Street Address: 500 N. Broadway, Suite 2000

City: St. Louis State: MO Zip: 63102

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41) \$ 40.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: _____

(Attach duplicate copy of this page if paying by deposit account)

03/29/1999 JSHABAZZ 00000128 1488786
01 FC:481 40.00 DP

DO NOT USE THIS SPACE

9. Statement and signature.
To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Terri Branson
Name of Person Signing

Terri Branson
Signature

3/25/99
Date

Total number of pages comprising cover sheet: 1

TERMINATION OF SECURITY INTEREST AND RELEASE OF COLLATERAL

THIS TERMINATION OF SECURITY INTEREST AND RELEASE OF COLLATERAL is made effective as of December 31, 1998 (the "Effective Date") by NationsBank, N.A., as administrative agent for the ratable benefit of itself and other lenders ("Agent").

WHEREAS, STARMED STAFFING, INC. granted Agent a collateral assignment of and security interest in the trademark STARMED, Trademark Registration No. 1488786 by instrument which was filed in the United States Patent and Trademark Office on August 21, 1998 under Reel No. 1772, Frame No. 0022 (the "Collateral").

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Agent hereby (1) releases, discharges and disclaims, any lien, security interest, pledge and/or assignment created in its favor which burdens the Collateral, and (2) grants, assigns and conveys, without covenant or warranty, express or implied, all of Agent's rights, title and interest in the Collateral to HEALTHCARE STAFFING SOLUTIONS, INC., successor by merger to STARMED STAFFING, INC.

IN WITNESS WHEREOF, the undersigned has caused this Termination of Security Interest and Release of Collateral to be executed by a duly authorized representative as of the date first written above.

NATIONSBANK, N.A., as Administrative Agent for itself and other lenders

By [Signature]
Name: Dwight D. Erdbruegger
Title: Senior Vice President

STATE OF Missouri)
City of St. Louis) ss:

On this 24th day of March, 1999, personally before me came Dwight D. Erdbruegger, known to me, and known to me to be the person described and who signed the annexed assignment, and, being duly sworn, acknowledged that s/he executed the same on behalf of NationsBank, N.A.

[Signature: Deloris Powell]
Notary Public

DELORIS POWELL
Notary Public - Notary Seal
STATE OF MISSOURI
My Commission Expires: Apr 30, 2002

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