

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
KeyBank National Association, as Administrative Agent		08/20/2013	National Banking Association: UNITED STATES
RECEIVING PARTY DATA			
Name:	TriNet HR Corporation		
Street Address:	1100 San Leandro Boulevard, Suite 400		
City:	San Leandro		
State/Country:	CALIFORNIA		
Postal Code:	94577		
Entity Type:	CORPORATION: CALIFORNIA		
PROPERTY NUMBERS Total: 30			
Property Type	Number	Word Mark	
Registration Number:	3961119	BENEFITS REALIZED	
Registration Number:	3899561	HR PASSPORT	
Registration Number:	3219607	GEVITY	
Registration Number:	3921925	TRINET	
Registration Number:	3892324	TRINET	
Registration Number:	3841083	TRINET	
Registration Number:	3921924	AMBITIONS REALIZED	
Registration Number:	3892323	AMBITIONS REALIZED	
Registration Number:	3841068	AMBITIONS REALIZED	
Registration Number:	3508374	THE GEVITY EDGE	
Registration Number:	3525191	GEVITY GP PERKS	
Registration Number:	3525190	GEVITY PERKS	
Registration Number:	3558353	GEVITY KNOWLEDGE	
Registration Number:	3425787	THE GREATEST HUMAN RESOURCE IS THE HUMAN	

TRADEMARK

Registration Number:	3623455	MARCH FORTH
Registration Number:	3623448	MARCH 4
Registration Number:	3623447	MARCH FORTH. TAKE THE DAY OFF TO TAKE TH
Registration Number:	3623446	MARCH FORTH DAY
Registration Number:	3454559	G
Registration Number:	3423611	GEVITY ONLINE
Registration Number:	3340731	GEVITY ONCALL
Registration Number:	3423610	GEVITY EDGE
Registration Number:	3423609	GEVITY ONSITE
Registration Number:	2617829	GEVITY HR
Registration Number:	2537295	TRINET
Registration Number:	2652393	TRINET
Registration Number:	2028090	TRINET EMPLOYER GROUP
Serial Number:	85091953	TALENT REALIZED
Serial Number:	85091949	PEOPLE REALIZED
Serial Number:	85091947	DREAMS REALIZED

CORRESPONDENCE DATA

Fax Number: 4156932222

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: 4156932440

Email: crhem@cooley.com

Correspondent Name: Cooley LLP

Address Line 1: 101 California Street, 5th Floor

Address Line 4: San Francisco, CALIFORNIA 94111

ATTORNEY DOCKET NUMBER:	208616-127 TRINET
NAME OF SUBMITTER:	C. Rhem
Signature:	/CR/
Date:	08/20/2013

Total Attachments: 3

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**TERMINATION AND RELEASE OF SECURITY INTEREST
IN TRADEMARKS**

This **TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS**, dated as of August 20, 2013 ("Release"), is made by KEYBANK NATIONAL ASSOCIATION, as administrative agent ("Administrative Agent") in favor of TRINET HR CORPORATION, a California corporation ("Grantor").

WHEREAS, pursuant to that certain Security and Pledge Agreement dated as of March 30, 2012 (as amended, restated, supplemented, modified, extended, renewed or replaced from time to time, the "Security Agreement") by and among the Obligors party thereto and the Administrative Agent, each Obligor granted to the Administrative Agent, for the benefit of the holders of the Secured Obligations ("Secured Parties"), a continuing security interest in any and all right, title and interest of such Obligor in, to, and under all the Trademarks, Trademark Licenses, and Proceeds of the foregoing;

WHEREAS, pursuant to the Security Agreement, Grantor, an Obligor, executed and delivered to Administrative Agent, for the benefit of the Secured Parties, the Notice of Grant of Security Interest in Trademarks dated as of March 30, 2012 ("Notice"); and

WHEREAS, the Notice was recorded at the United States Patent and Trademark Office ("USPTO") on March 30, 2012 at Reel 4749 Frame 0499.

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, Administrative Agent, on behalf of the Secured Parties, and Grantor agree as follows:

SECTION 1. Defined Terms. All capitalized terms used herein but not otherwise defined herein have the meanings given to them in the Security Agreement or Notice.

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

(a) terminates, cancels, discharges, and releases the mortgage, pledge, and hypothecation and lien on and security interest in and to the right, title, and interest in, to, and under all the Trademarks, Trademark Licenses, and Proceeds of the foregoing, including, but not limited to, the foregoing listed on Schedule A attached hereto; and

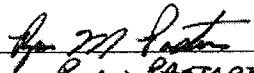
(b) authorizes the recordation of this Release with the USPTO at Grantor's expense.

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

IN WITNESS WHEREOF, the Administrative 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.

Administrative Agent:

KEYBANK NATIONAL ASSOCIATION,
as Administrative Agent

By: 
Name: RYAN PASTORE
Title: VICE PRESIDENT

Schedule A

**TriNet HR Corporation
(California Corporation)**

**U.S. Trademarks Subject to Security Interest
Granted by TriNet HR Corporation
In Favor of KeyBank National Association
Recorded March 30, 2012 at Reel 4749 Frame 0499**

Registered Marks

Mark	Reg. No.	Reg. Date
BENEFITS REALIZED	3961119	05/17/11
HR PASSPORT	3899561	01/04/11
GEVITY	3219607	03/20/07
TRINET and Design	3921925	02/22/11
TRINET and Design	3892324	12/21/10
TRINET and Design	3841083	08/31/10
AMBITIONS REALIZED	3921924	02/22/11
AMBITIONS REALIZED	3892323	12/21/10
AMBITIONS REALIZED	3841068	08/31/10
THE GEVITY EDGE	3508374	09/30/08
GEVITY GP PERKS and Design	3525191	10/28/08
GEVITY PERKS	3525190	10/28/08
GEVITY KNOWLEDGE	3558353	01/06/09
THE GREATEST HUMAN RESOURCE IS THE HUMAN SPIRIT	3425787	05/13/08
MARCH FORTH	3623455	05/19/09
MARCH 4 and Design	3623448	05/19/09
MARCH FORTH. TAKE THE DAY OFF TO TAKE THE DAY ON. MARCH 4 and Design	3623447	05/19/09
MARCH FORTH DAY	3623446	05/19/09
G	3454559	06/24/08
GEVITY ONLINE	3423611	05/06/08
GEVITY ONCALL	3340731	11/20/07
GEVITY EDGE	3423610	05/06/08
GEVITY ONSITE	3423609	05/06/08
GEVITY HR	2617829	09/10/02
TRINET	2537295	02/05/02
TRINET	2652393	11/19/02
TRINET EMPLOYER GROUP	2028090	01/07/97

Pending Applications

Mark	Appl. No.	Filing Date
TALENT REALIZED	85091953	07/23/10
PEOPLE REALIZED	85091949	07/23/10
DREAMS REALIZED	85091947	07/23/10