

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM309335

<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>
PeopleScout, Inc.		06/30/2014	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Bank of America, N.A.		
<b>Street Address:</b>	400 4th Street		
<b>Internal Address:</b>	Mail Code: OR1-110-01-15		
<b>City:</b>	Lake Oswego		
<b>State/Country:</b>	OREGON		
<b>Postal Code:</b>	97034		
<b>Entity Type:</b>	National Banking Association: UNITED STATES		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	86086576	VH VETHIRE	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	2063409599		
<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>	206-624-8300		
<b>Email:</b>	ip@grahamdunn.com		
<b>Correspondent Name:</b>	Jeffrey A. Nelson, Graham & Dunn PC		
<b>Address Line 1:</b>	2801 Alaskan Way, Suite 300 - Pier 70		
<b>Address Line 4:</b>	Seattle, WASHINGTON 98121-1128		
<b>ATTORNEY DOCKET NUMBER:</b>	M43562-BOA-PEOPLESCOUT,		
<b>NAME OF SUBMITTER:</b>	Jeffrey A. Nelson		
<b>SIGNATURE:</b>	/Jeff Nelson/		
<b>DATE SIGNED:</b>	07/01/2014		
<b>Total Attachments: 13</b>			
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<b>TRADEMARK</b>			

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## JOINDER TO TRADEMARK SECURITY AGREEMENT

By executing this JOINDER TO TRADEMARK SECURITY AGREEMENT (this "Joinder Agreement"), this June 30, 2014, the Joining Grantors listed on the signature pages hereof (the "Joining Grantors" and each, individually, a "Joining Grantor") hereby agrees that it shall be deemed to be an "Grantor," as that term is defined in that certain Trademark Security Agreement (the "Trademark Security Agreement") dated as of September 30, 2011 as amended concurrently herewith by that certain First Amendment to Trademark Security Agreement, with respect to the grant to Bank of America, N.A., in its capacity as Agent for the Lender Group and the Bank Product Providers (the "Agent") of a security interest on the Grantors' interests in certain trademarks referenced in the Trademark Security Agreement, as amended contemporaneously with this Joinder Agreement. Capitalized terms not otherwise defined herein shall have the meaning given them in the Trademark Security Agreement.

1. Agreement to be Bound. Each Joining Grantor hereby agrees that it shall be jointly and severally bound with all other persons or entities that have previously or shall hereafter execute the Trademark Security Agreement (whether by joinder agreement, or otherwise). Without limiting the generality of the foregoing, each Joining Grantor confirms the security interest granted in Section 2 of the Trademark Security Agreement as follows:

Each Grantor hereby grants to Agent, for the benefit of the Lender Group and the Bank Product Providers, a continuing first priority security interest in all of such Grantor's right, title and interest in, to and under the following, whether presently existing or hereafter created or acquired (collectively, the "Trademark Collateral"):

- (a) all of its Trademarks and Trademark Intellectual Property Licenses to which it is a party including those referenced to on Schedule I to the Trademark Security Agreement;
- (b) all goodwill, trade secrets, proprietary or confidential information, technical information, procedures, formulae, quality control standards, designs, operating and training manuals, customer lists, and other General Intangibles with respect to the foregoing;
- (c) all reissues, continuations or extensions of the foregoing;
- (d) all goodwill of the business connected with the use of, and symbolized by, each Trademark and each Trademark Intellectual Property License; and
- (e) all products and proceeds of the foregoing, including any claim by such Grantor against third parties for past, present or future (i) infringement or dilution of any Trademark or any Trademark licensed under any Intellectual Property License or (ii) injury to the goodwill associated with any Trademark licensed under any Intellectual Property License.

2. Waivers. To the fullest extent permitted by applicable law, each Joining Grantor waives all rights and defenses of sureties, guarantors, accommodation parties and/or co-makers and agrees that its obligations under this Joinder Agreement shall be primary, absolute and unconditional, and that its obligations under this Joinder Agreement shall be unaffected by any of such rights or defenses, including:

- (a) the unenforceability of the Trademark Security Agreement against such Joining Grantor;

(b) any release or other action or inaction taken by the Grantors with respect to the Trademarks for the Obligations, the Obligations, or the Grantors, whether or not the same may impair or destroy any subrogation rights of such Joining Grantor, or constitute a legal or equitable discharge of any surety or indemnitor;

(c) the existence of any collateral or other security for the Obligations, and any requirement that the Grantors pursue any of such collateral or other security, or pursue any remedies it may have against such Joining Grantor; and

(d) any voluntary bankruptcy, receivership, insolvency, reorganization or similar proceeding affecting any Grantor or any of their assets.

3. Representations and Warranties. Each Joining Grantor further represents, warrants and agrees that:

(a) The obligations under this Joinder Agreement are enforceable against such Joining Grantor and are not subject to any defenses, offsets or counterclaims; and

(b) Each Joining Grantor hereby re-makes each of the representations and warranties made by Grantors in the Trademark Security Agreement as of the date hereof.

4. Schedule. Schedule I to the Trademark Security Agreement is supplemented with any applicable information relating to the Joining Grantors in accordance with the information set forth on Exhibit A attached to this Joinder Agreement.

5. Miscellaneous.

(a) This Joinder Agreement together with the Trademark Security Agreement constitute the entire contract among the Joining Grantors and the Grantors relating to the subject matter hereof, and supersede any and all previous agreements and understandings, oral or written, relating to the subject matter hereof.

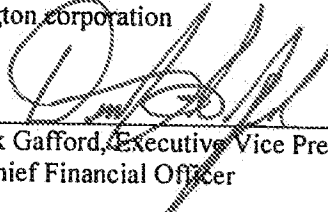
(b) The validity and interpretation of this Joinder Agreement and the rights and obligations of the parties shall be governed by the laws of the State of California.

[SIGNATURE PAGES FOLLOWS]

IN WITNESS WHEREOF, the parties hereto have caused this Joinder Agreement to be executed as of the date first written above by their respective officers thereunto duly authorized.

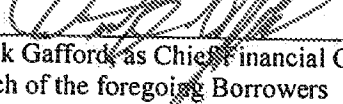
**GRANTOR:**

TRUEBLUE, INC.,  
a Washington corporation

By:   
Derrek Gafford, Executive Vice President  
and Chief Financial Officer

And each of the following co-Borrowers by Derrek Gafford as Chief Financial Officer of each such co-Borrower:

PEOPLESCOUT, INC., a Delaware corporation  
SEATON ACQUISITION CORP., a Delaware corporation  
SEATON APAC HOLDINGS LLC, a Delaware limited liability company  
SEATON CARGO LLC, an Illinois limited liability company  
SEATON CORP. PUERTO RICO, INC., a Delaware corporation  
SEATON, LLC, an Illinois limited liability company  
SMX, LLC, an Illinois limited liability company  
STAFFING SOLUTIONS HOLDINGS, INC., a Delaware corporation  
STUDENTSCOUT, LLC, an Illinois limited liability company

By:   
Derrek Gafford, as Chief Financial Officer  
of each of the foregoing Borrowers

AGENT:

BANK OF AMERICA, N.A.,  
a national banking association

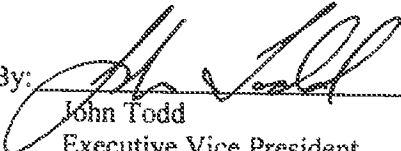
By:   
John Todd  
Executive Vice President

EXHIBIT A

SUPPLEMENT TO SCHEDULE I TO THE TRADEMARK SECURITY AGREEMENT

Trademarks

MARK Registration and/or Application No.	COUNTRY	OWNER /APPLICANT	DATE FILED	FIRST USE DATE	SERVICES
LABOR READY Registration No. 1668771 Serial No. 74109969	USA	TrueBlue, Inc. 1015 A Street Tacoma, WA 98401 United States	10/29/1990	8/17/1990	IC 35: Temporary employment agency services
SPARTAN STAFFING Registration No. 2744090 Serial No 76326848	USA	TrueBlue, Inc. 1015 A Street Tacoma, WA 98401 United States	10/16/2011	1/1/1997	IC 35: Providing temporary labor services by furnishing or supplying individuals or group services of personnel as laborers, domestics, and in semi-skilled and unskilled industrial occupations, excluding retail store clerks
WORK TODAY CASH TODAY Registration No. 2538108 Serial No 76212584	USA	TrueBlue, Inc. 1015 A Street Tacoma, WA 98401 United States	2/20/2001	2/13/2001	IC 35: Temporary employment agency services
WORK TODAY PAID TODAY Registration No. 1951591 Serial No 74657902	USA	TrueBlue, Inc. 1015 A Street Tacoma, WA 98401 United States	3/7/1995	Sept. 1992	IC 35: Temporary employment agency services
TRUEBLUE Registration No. 3712450 Serial No. 77107135	USA	TrueBlue, Inc. 1015 A Street Tacoma, WA 98401 United States	2/14/2007	ITU	IC 39: Vehicle-driving services, namely, providing drivers for tractor trailers, semi-tractor trailers, and commercial trucks; garbage collection, namely, trash pickup
TRUEBLUE Registration No. 3718993 Serial No. 77107132	USA	TrueBlue, Inc. 1015 A Street Tacoma, WA 98401 United States	2/14/2007	ITU	IC 37: Janitorial services; trash collection, namely, refuse clean-up; cleaning of industrial premises
TRUEBLUE Registration No. 3436932 Application No. 77055682	USA	TrueBlue, Inc. 1015 A Street Tacoma, WA 98401 United States	12/1/2006	12/18/2007	IC 35: Temporary employment agency services, employment agency services; employee recruiting and placement services
LABOR READY 642503	Australia	TrueBlue, Inc. 1015 A Street Tacoma, WA 98401 United States			35: Employment agency services including temporary employment agency services

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LABOUR READY TMA504909	Canada	TrueBlue, Inc. 1015 A Street Tacoma, WA 98401 United States	4/14/2007		Class 35: Temporary employment agency services
OFFICE READY TMA529040	Canada	TrueBlue, Inc. 1015 A Street Tacoma, WA 98401 United States	1/28/1998		35: Temporary employment agency services
WORK TODAY CASH TODAY TMA546769	Canada	TrueBlue, Inc. 1015 A Street Tacoma, WA 98401 United States	11/9/1998		35: Worker payment services by automatic teller machines
WORK TODAY PAID TODAY TMA558213	Canada	TrueBlue, Inc. 1015 A Street Tacoma, WA 98401 United States	3/2/2000		35: Temporary employment agency services
LABOUR READY 289672	New Zealand	TrueBlue, Inc. 1015 A Street Tacoma, WA 98401 United States	3/12/1998		35: Temporary employment agency services
TRUEBLUE 1349837	Canada	TrueBlue, Inc. 1015 A Street Tacoma, WA 98401 United States	6/1/2007		1- Temporary employment agency services, employment agency services; employee recruiting and placement services; 2 – Employment hiring, recruiting, placement and staffing for others; business services, namely facilities management and staffing; 3 - Janitorial services; garbage collection, namely refuse clean-up; cleaning of industrial premises; 4 – Vehicle-driving services; garbage collection, namely trash pickup; 5 – Special event.
TRUEBLUE Registration No. 1079291	Mexico	TrueBlue, Inc. 1015 A Street Tacoma, WA 98401 United States	6/1/2007		35: Recruiting, placement and staffing for others; business services, namely industrial and commercial management assistance, namely venue, commercial property and physical plan facilities management
TRUEBLUE Registration No. 1050087	Mexico	TrueBlue, Inc. 1015 A Street Tacoma, WA 98401 United States	6/1/2007		41: Special event planning (understood as planning, management and direction of conferences, congresses, trade shows, sporting events, musical concerts and community events and activities); facilities management for special

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					events; providing will-call ticket services
TRUEBLUE Registration No. 858967	Mexico	TrueBlue, Inc. 1015 A Street Tacoma, WA 98401 United States	6/1/2007		35: Temporary employment agency services, employment agency services; employee recruiting and placement services
TRUEBLUE Registration No. 858965	Mexico	TrueBlue, Inc. 1015 A Street Tacoma, WA 98401 United States	6/1/2007		37: Janitorial services understood as services rendered by persons or organizations engaged in restoration, maintenance, and cleaning of the interior and exterior of buildings; refuse cleanup; cleaning of industrial premises; repair and maintenance of industrial equipment and machines
TRUEBLUE Registration No. 858957	Mexico	TrueBlue, Inc. 1015 A Street Tacoma, WA 98401 United States	6/1/2007		39: Vehicle-driving services, garbage collection, namely, trash pickup
TRUEBLUE CTM 5960463	Community Trademark	TrueBlue, Inc. 1015 A Street Tacoma, WA 98401 United States			35: Temporary employment agency services, employment agency services; employee recruiting and placement services; 2 – Employment hiring, recruiting, placement and staffing for others; business services, namely facilities management and staffing; providing support services for support services for sporting events, theaters, musical concerts and community events and activities in the form of facilities management and staffing
					37: Janitorial services; trash collection, namely refuse clean-up; cleaning of industrial premises; repair and maintenance of industrial equipment and machines
					39: Vehicle-driving services,

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					garbage collection, namely trash pickup
					41: Special event planning; providing will-call ticket services
CENTERLINE Registration No. 3832727  Serial No. 77705060	USA	Centerline Drivers, LLC  1015 A Street Tacoma, WA 98401 United States	4/2/2009	ITU	35: Employment counseling and recruiting services, including providing temporary staff; temporary staffing services in the field of commercial truck driving
VENUE READY Registration No 3723858  Serial No. 78831547	USA	Labor Ready Holdings, Inc. P.O. Box 50401 Henderson, NV 89016	3/7/2006	ITU	IC 37: Janitorial services; trash collection, namely refuse clean-up
VENUE READY Registration No. 3723857 Serial No. 78831546	USA	Labor Ready Holdings, Inc. P.O. Box 50401 Henderson, NV 89016	3/7/2006	ITU	IC 35: Temporary employment agencies; employment hiring, recruiting, placement and staffing for others; business services, namely facilities management of and personal staffing for technical operations; event management services, namely, on site facilities management and personnel staffing for special events, sporting events, theaters, musical concerts, and community events and activities
LABOUR READY          CTM 1625573	Community Trademark	Labor Ready Holdings, Inc. P.O. Box 50401 Henderson, NV 89016			35 - Temporary employment agency services, employment agency services; employee recruiting and placement services; employment hiring, recruiting, placement and staffing for others; business services, namely facilities management and staffing; providing support services for sporting events, theaters, musical concerts and community events and activities in the form of facilities management and staffing
LABOR READY	Community Trademark	Labor Ready Holdings, Inc. P.O. Box 50401			35 - Temporary employment agency services, employment agency services; employee

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CTM 000613836		Henderson, NV 89016			recruiting and placement services; employment hiring, recruiting, placement and staffing for others; business services, namely facilities management and staffing; providing support services for sporting events, theaters, musical concerts and community events and activities in the form of facilities management and staffing
LABOR READY / LABOUR READY  UK 1588148	UK	Labor Ready Holdings, Inc. P.O. Box 50401 Henderson, NV 89016			35 - Temporary employment agency services, employment agency services; employee recruiting and placement services; employment hiring, recruiting, placement and staffing for others; business services, namely facilities management and staffing; providing support services for sporting events, theaters, musical concerts and community events and activities in the form of facilities management and staffing
WORK TODAY CASH TODAY  (Stylized)  CTM 000980557	Community Trademark	Labor Ready Holdings, Inc. P.O. Box 50401 Henderson, NV 89016			36 -
WORK TODAY PAID TODAY  CTM 613828	Community Trademark	Labor Ready Holdings, Inc. P.O. Box 50401 Henderson, NV 89016			35 - Temporary employment agency services, employment agency services; employee recruiting and placement services; employment hiring, recruiting, placement and staffing for others; business services, namely facilities management and staffing; providing support services for sporting events, theaters, musical concerts and community events and activities in the form of facilities management and staffing
PLANETECHS (Stylized) Registration No. 2309050	USA	PlaneTechs, LLC 1015 A Street Tacoma, WA 98402	11/2/1998	Jan-97	IC 37: Aircraft maintenance services

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Serial No. 75580670					
AIRMATE Registration No. 1726103 Serial No. 74087802	USA	PlaneTechs, LLC 1015 A Street Tacoma, WA 98402	8/14/1990	Jul-90	IC 035: providing temporary employees to third parties
TransTechs Registration No. 3804389 Serial No. 77705068	USA	PlaneTechs, LLC 1015 A Street Tacoma, WA 98402	4/2/2009	8/5/2009	IC 35: Employment counseling and recruiting services, including providing temporary staff; temporary employment staffing services in the field of maintenance and repair of vehicles for others
TransTechs Registration No. 3804390 Serial No. 77705070	USA	PlaneTechs, LLC 1015 A Street Tacoma, WA 98402	4/2/2009	8/5/2009	IC 37: Vehicle repair and maintenance services
CLP SKILLED TRADES SOLUTIONS (and Design) Registration No. 3004944 Serial No. 78260637	USA	CLP Resources, Inc. 10539 Professional Circle, Suite 200 Reno, NV 89521	6/10/2003	8/4/2005	IC 35: employment agency services
PROJECT TRADES SOLUTIONS Registration No. 3570372 Serial No. 77105649	USA	CLP Resources, Inc. 10539 Professional Circle, Suite 200 Reno, NV 89521	2/12/2007	1/1/2007	IC 35: Employment agency services; job placement services, namely, providing of skilled tradespersons and laborers to others on an as-needed or temporary basis
CLP Registration No. 2313739 Serial No. 75569138	USA	CLP Holdings Corp. 10539 Professional Circle, Suite 200 Reno, NV 89521	10/13/1998	Dec-91	IC 35: Job placement services, namely, providing of skilled tradespersons to others on an as needed or temporary basis
CLP SKILLED TRADES SOLUTIONS (esign)  Registration No. TMA673,341	Canada	CLP Resources, Inc. 10539 Professional Circle, Suite 200 Reno, NV 89521	5-Sep-03		Employment agency services
CENTERLINE App. No. 1,486,736	Canada	Centerline Drivers, LLC 1015 A Street Tacoma, WA 98402 United States	6/28/2010		Employment counseling and recruiting services; employment agency services, namely filling the temporary staffing needs of businesses in the field of commercial truck driving
SPARTAN STAFFING App. No. 1,486,734	Canada	TrueBlue, Inc. 1015 A Street Tacoma, WA 98402 United States	6/28/2010		Providing temporary labor services by furnishing or supplying individuals or group services of personnel as laborers, domestics, and in semi-skilled and unskilled industrial occupations excluding retail store clerks

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PLANETECHS ( & design App. No. 1,487,117)	Canada	PlaneTechs, LLC 1015 A Street Tacoma, WA 98402 United States	6/30/2010		Human resources services, namely, facilitating temporary, employment opportunities for others, employment training services, operation of a website in the field of human resources, employment and relating to same; information services, namely, providing information to prospective job candidates and/or potential employers and industry representatives; employment hiring, recruiting, placement and staffing for others
SEATONCORP Registration No. 3188845 Serial No. 78647584	USA	Seaton, LLC 860 W Evergreen Chicago, IL 60642	6/9/2005	4/18/1988	IC 035. Provision of temporary staffing; provision of on-site staffing management services; on-site employee recruiting and hiring; scheduling and managing of employee training courses; employee attendance tracking services; employee counseling services; consulting businesses on employee motivation and retention; database management and employee payroll services, namely, administration of business payroll for others.
STAFF SMX Registration No. 3173115 Serial No. 78492426	USA	Seaton, LLC 860 W Evergreen Chicago, IL 60642	9/30/2004	8/1/2004	IC 035. Provision of temporary staffing; provision of on-site staffing management services; on-site employee recruiting and hiring; scheduling and managing of employee training courses; employee attendance tracking services; employee counseling services; consulting businesses on employee motivation and retention; database management and employee payroll services, namely, administration of business payroll for others
STAFF ALLIANCE Registration No. 3100104 Serial No. 78492362	USA	Seaton, LLC 860 W Evergreen Chicago, IL 60642	9/30/2004	5/1/2003	IC 035. Temporary employment agency services; provision of on-site staffing management services; on-site employee recruiting, hiring, employee

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**TRADEMARK**  
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					orientation programs, appointment scheduling and managing and operating business conference centers of others; business management and consultation services, namely, attendance tracking services; employee counseling services; personnel retention services; database management and employee payroll services, namely, payroll preparation
STAFF FLEX Registration No. 3100103 Serial No. 78492338	USA	Seaton, LLC 860 W Evergreen Chicago, IL 60642	9/30/2004	5/1/2003	IC 035. Temporary employment agency services; provision of on-site staffing management services; on-site employee recruiting, hiring, employee orientation programs, appointment scheduling and managing and operating business conference centers of others; business management and consultation services, namely, attendance tracking services; employee counseling services; personnel retention services; database management and employee payroll services, namely, payroll preparation.
STAFF SITE Registration No. 3042972 Serial No. 78492445	USA	Seaton, LLC 860 W Evergreen Chicago, IL 60642	9/30/2004	5/1/2003	IC 035. Temporary employment agency services; provision of on-site staffing management services; on-site employee recruiting, hiring, employee orientation programs, appointment scheduling and managing and operating business conference centers of others; business management and consultation services, namely, attendance tracking services; employee counseling services; personnel retention services; database management and employee payroll services, namely, payroll preparation.
STAFF LINK Registration No. 3154479 Serial No. 76496693	USA	Seaton, LLC 860 W Evergreen Chicago, IL 60642	3/10/2003	5/5/2006	IC 035. Business management in the field of temporary staffing for telephone call centers.

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STAFF NAVIGATOR Registration No. 2893778 Serial No. 76499635	USA	Seaton, LLC 860 W Evergreen Chicago, IL 60642	3/1/2003	5/1/2003	IC 035. Management of temporary staffing providers.
PEOPLESCOUT Registration No. 2897871 Serial No. 76496689	USA	Seaton, LLC 860 W Evergreen Chicago, IL 60642	3/10/2003	4/1/2003	IC 035. Employment recruitment services, namely, candidate management services.
RISKWISE Registration No. 2601306 Serial No. 75062601	USA	Seaton, LLC 860 W Evergreen Chicago, IL 60642	2/23/1996	12/31/1997	IC 009. computer software for use in tracking unemployment and workers' compensation claims
PEOPLESCOUT Registration No. 2522924 Serial No. 75354143	USA	Seaton, LLC 860 W Evergreen Chicago, IL 60642	9/9/1997	6/1/2001	IC 009. Computer software for interface on a global computer network for use to manage a database and monitor the entire process of recruitment of personnel.
STAFFTRACK Registration No. 1835629 Serial No.	USA	Seaton, LLC 860 W Evergreen Chicago, IL 60642	2/15/0994	01/1981	IC 035. consulting services utilizing computer software programs in the field of staff management or human resources; namely, monitoring managers and other employees and providing evaluation reports on their performances
STUDENTSCOUT Registration No. 3420693 Serial No. 78956228	USA	Seaton, LLC 860 W Evergreen Chicago, IL 60642	8/21/2006	5/7/2007	IC 035. Management of student admissions process for educational institutions
THE NEW WAY THE WORLD WORKS Registration No. 3863249 Serial No. 77938159	USA	Seaton, LLC 860 W Evergreen Chicago, IL 60642	2/17/2010	2/3/2010	IC 035. Employment agency services, namely, providing and managing contingent and temporary workers
VH VETHIRE (Stylized) Registration No. 4498252 Serial No. 86086576	USA	PeopleScout, Inc. 860 W Evergreen Chicago, IL 60642	10/9/2013	20120101	IC 035. Talent recruiting services, namely, employment hiring and recruitment of military veterans for civilian employment positions on behalf of employers.
SPRINGBOARD Registration No. 1330559 Serial No.		HRX			
E-TIME Registration No. 814371 Serial No.		HRX			

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RECORDED: 07/01/2014

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