

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM328395

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
SSS Consulting, Inc.		12/31/2014	CORPORATION: OHIO
RECEIVING PARTY DATA			
Name:	Silver Spruce Holding, LLC		
Street Address:	30 W. Monroe St., 4th Floor		
City:	Chicago		
State/Country:	ILLINOIS		
Postal Code:	60603		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	3125989	CHALLY GROUP	
Registration Number:	3655906	HR CHALLY	
Registration Number:	3600175	HR CHALLY SUCCESS CAN BE PREDICTED	
CORRESPONDENCE DATA			
Fax Number:	3125778994		
<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:	312-902-5200		
Email:	deborah.wing@kattenlaw.com		
Correspondent Name:	Deborah Wing c/o Katten Muchin Rosenman		
Address Line 1:	525 West Monroe Street		
Address Line 4:	Chicago, ILLINOIS 60661		
ATTORNEY DOCKET NUMBER:	385822-2/SILVER SPRUCE		
NAME OF SUBMITTER:	Deborah A. Wing		
SIGNATURE:	/DAW/		
DATE SIGNED:	01/08/2015		
Total Attachments: 5			
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TRADEMARK ASSIGNMENT

This **TRADEMARK ASSIGNMENT** (the “**Assignment**”) is executed as of December 31, 2014, by SSS Consulting, Inc., an Ohio corporation (“**Assignor**”), in favor of Silver Spruce Holding, LLC, a Delaware limited liability company (“**Assignee**”).

WHEREAS, Assignor owns all the right, title and interest in and to the trademark applications and trademark registrations identified in Schedule 1 and the trademarks that are the subject of such trademark applications and trademark registrations (collectively, the “**Trademarks, Applications and Registrations**”), together with the goodwill of the business associated therewith; and

WHEREAS, Assignee desires to acquire all right, title and interest in and to the Trademarks, Applications and Registrations, and the goodwill associated therewith.

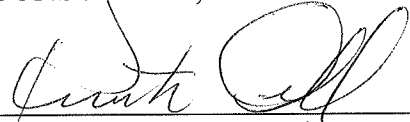
NOW, THEREFORE, for good and valuable consideration, receipt and sufficiency of which are hereby acknowledged, Assignor conveys and assigns to Assignee, free and clear of all liens, claims, mortgages, security interests, encumbrances and pledges, all of its right, title and interest in and to the Trademarks, Applications and Registrations, in the United States and all jurisdictions outside the United States (including all common law rights in and to such Trademarks, Applications and Registrations, the right to apply for trademark registrations within or outside the United States based in whole or in part upon the Trademarks, Applications and Registrations, and any priority right that may arise from use of the Trademarks, Applications and Registrations), and all goodwill of the business represented and symbolized thereby with all rights to sue and recover damages and/or profits for past infringements, the same to be held and enjoyed by Assignee, its successors and assigns as fully and entirely as said interest could have been held and enjoyed by Assignor had this conveyance and assignment not been made.

Assignor further agrees, without further consideration, to promptly cause to be performed such lawful acts and to be executed such further assignments and other lawful documents as Assignee may reasonably request to effectuate fully this Assignment and to permit Assignee to be duly recorded in all applicable jurisdictions as the registered owner and proprietor of the rights hereby conveyed.

[Signature page follows]

IN WITNESS WHEREOF, the Assignor and Assignee have executed this Trademark Assignment as of the date first written above.

SSS CONSULTING, INC.

By: 
Name: KENNETH CARROLL
Its: CEO

SILVER SPRUCE HOLDING, LLC


By: _____
Name:
Its:

IN WITNESS WHEREOF, the Assignor and Assignee have executed this Trademark Assignment as of the date first written above.

SSS CONSULTING, INC.

By: _____
Name:
Its:

SILVER SPRUCE HOLDING, LLC

By: 
Name: Daniel Weinfurter
Its: CEO

[Trademark Assignment]

TRADEMARK
REEL: 005436 FRAME: 0858

Schedule 1

Trademarks, Applications and Registrations

Unregistered Service Marks and Trademarks

1. "Chally" and all derivatives thereof.
2. HR Assistant
3. Chally Assessment
4. CPAS – CHALLY PREDICTIVE ASSESSMENT SYSTEM
5. Insight Database
6. Seamless Database
7. PerformanceTrac 2.0
8. Targeted Business Application
9. Talent Audit System

Registered Trademarks

Trademark	CO	Owner	Goods	App#	Filed	Regn#	Regn Date	Action	Due Date
HR CHALLY	EU	SSS CONSULTING, INC.		4588745	8/11/2005	4588745	6/28/2006	First Renewal	8/11/2015
CHALLY GROUP	US	SSS CONSULTING, INC.	Class : 35 Int. BUSINESS CONSULTING SERVICES, NAMELY, EMPLOYEE, CANDIDATE AND ORGANIZATIONAL ASSESSMENT AND DEVELOPMENT SERVICES; MARKET AND CUSTOMER RESEARCH SERVICES; AUDIT SERVICES; EXIT INTERVIEW SERVICES FOR EMPLOYERS	78/567609	2/15/2005	3125989	8/8/2006	First Renewal	8/8/2016

HR CHALLY US SSS Class : 35 Int. 78/567638 2/15/2005 3655906 7/14/2009 Aff of Use - 7/14/2015
CONSULTING, BUSINESS CONSULTING 6 Year
INC. SERVICES, NAMELY,
TESTING TO DETERMINE
EMPLOYMENT SKILLS,
BUSINESS
ORGANIZATIONAL
CONSULTING, BUSINESS
LEADERSHIP
DEVELOPMENT,
EMPLOYEE DEVELOPMENT
BUSINESS CONSULTING;
MARKET RESEARCH
SERVICES; MARKET
RESEARCH IN THE FIELD
OF CUSTOMER
PREFERENCES; BUSINESS
AUDITING CONSULTATION
SERVICES, NAMELY,
AUDITING THE SUCCESS
OF THE EMPLOYEE
TESTING PROGRAM AND
DEVELOPING EXIT
INTERVIEW PROGRAMS
FOR EMPLOYERS

HR CHALLY US SSS Class : 35 Int. 78/567644 2/15/2005 3600175 3/31/2009 Aff of Use - 3/31/2015
SUCCESS CONSULTING, BUSINESS CONSULTING 6 Year
CAN BE INC. SERVICES, NAMELY,
PREDICTED EMPLOYEE, CANDIDATE,
& DESIGN AND ORGANIZATIONAL
ASSESSMENT AND
DEVELOPMENT SERVICES;
MARKET AND CUSTOMER
RESEARCH SERVICES;
AUDIT SERVICES, NAMELY,
ASSESSING THE SUCCESS
OF EMPLOYEE TESTING
PROCEDURES BY
AUDITING THE RESULTS;
EXIT INTERVIEW SERVICES
OF EMPLOYEES OF OTHER
BUSINESSES