

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM661211

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST
SEQUENCE:	1

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
EB IP Holdings LLC		07/19/2021	Limited Liability Company: DELAWARE

RECEIVING PARTY DATA

Name:	Royal Bank of Canada, as Collateral Agent
Street Address:	20 King Street West 4th Floor
Internal Address:	Attention: Agency Services
City:	Toronto
State/Country:	CANADA
Postal Code:	M5H 1C4
Entity Type:	Association: CANADA

PROPERTY NUMBERS Total: 78

Property Type	Number	Word Mark
Registration Number:	3714323	TYMETRICS
Registration Number:	4801416	SNAP SHOT SURVEY NOTING ASSOCIATE PERFOR
Registration Number:	1660054	HIRE INTELLIGENCE
Registration Number:	2520583	REMX
Registration Number:	2578757	PROLOGISTIX
Registration Number:	2591862	VALUE IN PARTNERING
Registration Number:	2595816	EMPLOYBRIDGE
Registration Number:	2595844	EMPLOYBRIDGE
Registration Number:	5054397	
Registration Number:	5146652	ORB
Registration Number:	5239484	LEADING EDGE DELIVERY
Registration Number:	2763783	TALENT TRAK
Registration Number:	1816089	STAFFING SOLUTIONS
Registration Number:	2007936	INTELLIGENT STAFFING
Registration Number:	2821668	PRODRIVERS ADVANTAGE
Registration Number:	2821674	PRODRIVERS ADVANTAGE
Registration Number:	5463465	EXTRA-MILE SERVICE

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	5511291	SELECT WORKFORCE SPECIALISTS
Registration Number:	2879681	MEGABLAST
Registration Number:	2878383	TIME TRAK
Registration Number:	1855940	WESTAFF
Registration Number:	5598578	SELECT
Registration Number:	4671911	RES DIN
Registration Number:	4671904	SELECT STAFFING
Registration Number:	3539049	SELECT STAFFING
Registration Number:	4671910	VAUGHAN CONSULTING GROUP
Registration Number:	1357133	REMEDY
Registration Number:	5867537	EB
Registration Number:	5931289	BETTER WORKLIFE EB COURTESY. DIGNITY. RE
Registration Number:	5936603	DECCA ENERGY WORKFORCE SPECIALISTS
Registration Number:	5936604	DECCA ENERGY
Registration Number:	5948409	BETTER WORKLIFE ACADEMY
Registration Number:	5948410	BETTER WORKLIFE ACADEMY EB
Registration Number:	3037996	REMEDY KNOWLEDGE BANK
Registration Number:	5953730	W WESTAFF PROVIDING ESSENTIAL PEOPLE
Registration Number:	5959315	REMEDY INTELLIGENT STAFFING
Registration Number:	1950471	RESOURCEMFG
Registration Number:	2001252	RESOURCEMFG
Registration Number:	5971360	PROLOGISTIX LOGISTICS WORKFORCE SPECIALI
Registration Number:	2151346	MEDICALSOLUTIONS
Registration Number:	5971361	PRODRIVERS TRANSPORTATION WORKFORCE SPEC
Registration Number:	5931920	POWERED BY SHIFTGIG
Registration Number:	5932031	
Registration Number:	6168100	ASSESSMAP
Registration Number:	6281455	GETTING GOOD PEOPLE GOOD JOBS
Registration Number:	6282814	BETTERWORKLIFE
Registration Number:	6283109	ASSEMBLE YOUR WORKFORCE
Registration Number:	5971362	X REMX THE WORKFORCE EXPERTS
Registration Number:	3080863	REMX VERIFY
Registration Number:	2128258	
Registration Number:	3096831	
Registration Number:	3296876	PERSONNEL ONE
Registration Number:	2062248	PRODRIVERS
Registration Number:	3381117	PROVIDING ESSENTIAL PEOPLE
Registration Number:	3338485	RESOURCE ACCOUNTING

Property Type	Number	Word Mark
Registration Number:	6122982	SINGLEPOINT SOLUTIONS
Registration Number:	2001255	
Registration Number:	3283052	
Registration Number:	3244549	WE GET PEOPLE
Registration Number:	4342561	SHIFTGIG
Registration Number:	2200417	TANDEM
Registration Number:	2235965	REMEDY TECHNICAL
Registration Number:	2357309	ON-LOCATION & ESSENTIAL
Registration Number:	3791142	REQUISTAFF
Registration Number:	3840288	INGREDIENTS MATTER
Registration Number:	3204042	ELEVATION BURGER
Registration Number:	3204043	ELEVATION BURGER
Registration Number:	5833732	ELEVATION BURGER
Registration Number:	4700939	REFQUEST
Registration Number:	4671251	THE SELECT FAMILY OF STAFFING COMPANIES
Registration Number:	4780320	ORGANICALLY DELICIOUS
Serial Number:	88732081	BRIDGE
Serial Number:	88733508	HIRETANGO
Serial Number:	88733504	TANGOWORKS
Serial Number:	88732078	TANGO
Serial Number:	90287701	BETTER ASSOCIATE MATCH
Serial Number:	90372623	VOICE OF THE BLUE-COLLAR WORKER
Serial Number:	90287713	VALUE IN PARTNERING + (VIP+)

CORRESPONDENCE DATA

Fax Number:

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.

Phone: 800-494-5225

Email: ipteam@cogencyglobal.com

Correspondent Name: Stewart Walsh

Address Line 1: 1025 Connecticut Ave NW, Suite 712

Address Line 2: COGENCY GLOBAL Inc.

Address Line 4: Washington, D.C. 20036

ATTORNEY DOCKET NUMBER: 1422690 TM 1

NAME OF SUBMITTER: Adalia Wu

SIGNATURE: /Adalia Wu/

DATE SIGNED: 07/20/2021

Total Attachments: 7

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Notice of Grant of Security Interest in Intellectual Property (First Lien)

NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS (FIRST LIEN), dated as of July 19, 2021 (this “Notice”), made by EB IP HOLDINGS LLC (the “Pledgor”), in favor of ROYAL BANK OF CANADA, as Collateral Agent (as defined below).

Reference is made to the Collateral Agreement (First Lien), dated as of July 19, 2021 (as amended, restated, supplemented or otherwise modified from time to time, the “Collateral Agreement”), among EmployBridge Holding Company, a Delaware corporation (as successor by merger to QEB Merger Sub, Inc., a Delaware corporation) (the “Borrower”), each Subsidiary of the Borrower identified therein and Royal Bank of Canada, as collateral agent (together with its successors and assigns in such capacity, the “Collateral Agent”) for the Secured Parties (as defined therein). The parties hereto agree as follows:

SECTION 1. **Terms.** Capitalized terms used in this Notice and not otherwise defined herein have the meanings specified in the Collateral Agreement. The rules of construction specified in Section 1.01(b) of the Collateral Agreement also apply to this Notice.

SECTION 2. **Grant of Security Interest.** As security for the payment and performance, as the case may be, in full of the Secured Obligations, the Pledgor pursuant to the Collateral Agreement did, and hereby does, pledge and grant to the Collateral Agent, its successors and permitted assigns, for the benefit of the Secured Parties, a continuing security interest in all of such Pledgor’s right, title and interest in, to and under any and all of the following assets now owned or at any time hereafter acquired by such Pledgor or in which such Pledgor now has or at any time in the future may acquire any right, title or interest (collectively, but excluding any Excluded Property, the “Trademark Collateral”): all Trademarks of the United States of America, including those listed on Schedule I; provided, however, that the foregoing pledge, assignment and grant of security interest will not cover any “intent-to-use” applications for trademark or service mark registrations filed pursuant to Section 1(b) of the Lanham Act, 15 U.S.C. §1051, unless and until an Amendment to Allege Use or a Statement of Use under Section 1(c) or 1(d) of the Lanham Act has been filed, to the extent, if any, that any assignment of an “intent-to-use” application prior to such filing would violate the Lanham Act.

SECTION 3. **Collateral Agreement.** The security interests granted to the Collateral Agent herein are granted in furtherance, and not in limitation of, the security interests granted to the Collateral Agent pursuant to the Collateral Agreement. Each Pledgor hereby acknowledges and affirms that the rights and remedies of the Collateral Agent with respect to the Trademark Collateral are more fully set forth in the Collateral 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 Notice and the Collateral Agreement, the terms of the Collateral Agreement shall govern.

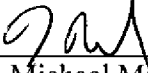
SECTION 4. **Counterparts.** This Notice may be executed in two or more counterparts, each of which shall constitute an original but all of which when taken together shall constitute but one contract. Delivery of an executed counterpart to this Notice by facsimile or other electronic transmission shall be as effective as delivery of a manually signed original.

SECTION 5. *Governing Law.* THIS NOTICE AND ANY CLAIMS, CONTROVERSY, DISPUTE OR CAUSES OF ACTION (WHETHER IN CONTRACT OR TORT OR OTHERWISE) BASED UPON, ARISING OUT OF OR RELATING TO THIS NOTICE AND THE RIGHTS AND OBLIGATIONS OF THE PARTIES UNDER THIS NOTICE SHALL BE CONSTRUED IN ACCORDANCE WITH AND GOVERNED BY THE LAWS OF THE STATE OF NEW YORK, WITHOUT REGARD TO ANY PRINCIPLE OF CONFLICTS OF LAW THAT COULD REQUIRE THE APPLICATION OF ANY OTHER LAW.

[Signature Pages Follow]

IN WITNESS WHEREOF, the parties hereto have duly executed this Notice as of the day and year first above written.

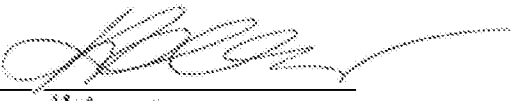
EB IP HOLDINGS LLC

By: 
Name: Michael Miles
Title: President

[Signature Page to Notice of Grant of Security Interest in Trademarks (First Lien)]

TRADEMARK
REEL: 007359 FRAME: 0771

ROYAL BANK OF CANADA,
as Collateral Agent

By: 

Name: **Helena Sadowski**
Title: **Manager, Agency**

Schedule I
to Notice of Grant of Security Interest (First Lien) in Trademarks

Trademarks Owned by EB IP Holdings LLC

U.S. Trademark Registrations

Mark	Registration No.
TYMETRICS	3714323
SNAP SHOT SURVEY NOTING ASSOCIATE PERFORMANCE	4801416
HIRE INTELLIGENCE	1660054
REMX	2520583
PROLOGISTIX	2578757
VALUE IN PARTNERING	2591862
EMPLOYBRIDGE	2595816
EMPLOYBRIDGE	2595844
Road Dog Logo	5054397
ORB	5146652
LEADING EDGE DELIVERY	5239484
TALENT TRAK	2763783
STAFFING SOLUTIONS	1816089
INTELLIGENT STAFFING	2007936
PRODRIVERS ADVANTAGE	2821668
PRODRIVERS ADVANTAGE	2821674
EXTRA-MILE SERVICE	5463465
SELECT WORKFORCE SPECIALISTS	5511291
MEGABLAST	2879681
TIME TRAK	2878383
WESTAFF	1855940
SELECT & Design	5598578
RES DIN	4671911
SELECT STAFFING	4671904
SELECT STAFFING	3539049
VAUGHAN CONSULTING GROUP	4671910
REMEDY	1357133
EB	5867537
BETTER WORKLIFE EB COURTESY. DIGNITY.	5931289

RESPECT.	
DECCA ENERGY WORKFORCE SPECIALISTS	5936603
DECCA ENERGY	5936604
BETTER WORKLIFE ACADEMY	5948409
BETTER WORKLIFE ACADEMY EB	5948410
REMEDY KNOWLEDGE BANK with Design	3037996
W WESTAFF PROVIDING ESSENTIAL PEOPLE	5953730
REMEDY INTELLIGENT STAFFING	5959315
RESOURCEMFG	1950471
RESOURCEMFG with Design	2001252
PROLOGISTIX LOGISTICS WORKFORCE SPECIALISTS	5971360
MEDICALSOLUTIONS	2151346
PRODRIVERS TRANSPORTATION WORKFORCE SPECIALISTS	5971361
POWERED BY SHIFTGIG	5931920
(Design Only)	5932031
Assessmap	6168100
Getting Good People Good Jobs	6281455
Betterworklife	6282814
Assemble Your Workforce	6283109
REMX THE WORKFORCE SPECIALISTS	5971362
REMX VERIFY	3080863
Globe with headset design	2128258
Person design	3096831
PERSONNEL ONE	3296876
PRODRIVERS	2062248
PROVIDING ESSENTIAL PEOPLE	3381117
RESOURCE ACCOUNTING	3338485
SINGLEPOINT SOLUTIONS	6122982
Triangle Design	2001255
Two Heads and Globe design	3283052
WE GET PEOPLE	3244549
SHIFTGIG	4342561
TANDEM	2200417

REMEDY TECHNICAL	2235965
ON-LOCATION & ESSENTIAL	2357309
REQUISTAFF	3791142
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ELEVATION BURGER	3204042
ELEVATION BURGER	3204043
ELEVATION BURGER	5833732
REFQUEST	4700939
THE SELECT FAMILY OF STAFFING COMPANIES	4671251
ORGANICALLY DELICIOUS	4780320

U.S. Trademark Applications

<u>Mark</u>	<u>Application No.</u>
BRIDGE	88732081
HIRETANGO	88733508
TANGOWORKS	88733504
TANGO	88732078
Better Associate Match	90287701
Voice of the Blue-Collar Worker	90372623
VALUE IN PARTNERING	90287713