

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings	RECORDATION FORM COVER SHEET TRADEMARKS ONLY	U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office
To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.		
1. Name of conveying party(ies): William M. Mercer, Incorporated <input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input checked="" type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input type="checkbox"/> Corporation-State <input checked="" type="checkbox"/> Other <u>Delaware</u> Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	2. Name and address of receiving party(ies) Name: <u>Mercer Human Resource Consulting, Inc.</u> Internal Address: _____ Street Address: <u>1166 Avenue of the Americas</u> City: <u>New York</u> State: <u>NY</u> Zip: <u>10036</u> <input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation-State <u>Delaware</u> <input type="checkbox"/> Other _____ <small>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input type="checkbox"/> No</small>	
3. Nature of conveyance: <input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input checked="" type="checkbox"/> Change of Name <input type="checkbox"/> Other _____ Execution Date: <u>April 8, 2002</u>	4. Application number(s) or registration number(s): A. Trademark Application No.(s) <u>SEE EXHIBIT A ATTACHED</u> B. Trademark Registration No.(s) <u>SEE EXHIBIT B ATTACHED</u> Additional number(s) attached <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>Doreen L. Costa, Esq.</u> Internal Address: <u>Baker Botta L.L.P.</u> Street Address <u>30 Rockefeller Plaza</u> City: <u>New York</u> State: <u>NY</u> Zip: <u>10112</u>	6. Total number of applications and registrations involved: 30 7. Total fee (37 CFR 3.41) \$ <u>715.00</u> <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account 8. Deposit account number: <u>02-4377</u> <small>(Attach duplicate copy of this page if paying by deposit account)</small>	
DO NOT USE THIS SPACE		
9. Statement and signature. <i>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.</i> <div style="display: flex; justify-content: space-between;"> <div style="width: 30%;"> <u>Doreen L. Costa</u> Name of Person Signing </div> <div style="width: 30%; text-align: center;"> Signature </div> <div style="width: 30%; text-align: right;"> November <u>8</u>, 2002 Date </div> </div> <div style="text-align: right; margin-top: 5px;"> Total number of pages including cover sheet, attachments, and document: 3 </div>		

Mail documents to be recorded with required cover sheet information to:
 Commissioner of Patent & Trademarks, Box Assignments
 Washington, D.C. 20231

EXHIBIT A**U.S. TRADEMARK APPLICATIONS**

<u>Trademark</u>	<u>Application #</u>	<u>Application Date</u>
MERCER (Stylized)	75/981027	24-Jul-2000
MERCER	75/981025	23-May-2000
BUSINESS IMPACT MODELING	76/431993	16-Jul-2002
HUMAN CAPITAL SCAN	76/431991	16-Jul-2002
HUMAN CAPITAL ASSESSMENT	76/431920	16-Jul-2002
EXTERNAL LABOR MARKET ASSESSMENT	76/431919	16-Jul-2002
INTERNAL LABOR MARKET ASSESSMENT	76/431918	16-Jul-2002
PERFORMANCE SENSITIVITY ANALYSIS	76/431900	16-Jul-2002
LISTENING, INFORMING, LEADING, INVOLVING	76/424853	20-Jun-2002
SPDIGITAL	76/419186	12-Jun-2002
MERCER HEALTH E-CONNECTION	76/366898	05-Feb-2002
MERCER INSITE	76/329646	25-Oct-2001
MERCERPRISM	76/327331	18-Oct-2001
MERCER (Stylized Script)	76/095151	24-Jul-2000
MERCER	76/055073	23-May-2000

EXHIBIT B**U.S. TRADEMARK REGISTRATIONS**

<u>Trademark</u>	<u>Registration #</u>	<u>Registration Date</u>
VALUE-BASED REINVENTION	2087468	12-Aug-1997
QUICK WINS	2168520	23-Jun-1998
BENEFIT VALUE ALIGNMENT	2234244	23-Mar-1999
PERFORMANCE OWNERSHIP	2248140	25-May-1999
BOARDWORKS	2371451	25-Jul-2000
THE MONEY POOL	2371544	25-Jul-2000
SHARE	2375835	08-Aug-2000
HEALTH MANAGEMENT & Design	2405920	21-Nov-2000
THE RETIREE MONEY POOL	2414954	26-Dec-2000
HEALTH PROSPECTUS	2423604	23-Jan-2001
MERCER EVALUE FRAMEWORK	2451406	15-May-2001
HR OPERATIONS SCANNER	2546747	12-Mar-2002
SPDIGITAL (STYLIZED)	2635835	15-Oct-2002
MERCERMERGE	2624861	24-09-2002
MERCER HEALTH PLAN SOLUTIONS	2635835	15-Oct-2002

BAKER BOTTS LLP

Fax receipt will not be confirmed by phone unless requested.

30 ROCKEFELLER PLAZA	AUSTIN
NEW YORK, NEW YORK	BAKU
10112-4498	DALLAS
212.408-2500	HOUSTON
FAX 212.408-2501	LONDON
www.bakerbotts.com	NEW YORK
	RIYADH
	WASHINGTON

FROM Susan Santaniello, Trademark Paralegal
 DATE November 8, 2002
 PAGES 4 (including cover)

VOICE NO. 212-408-2668
 FAX NO. 212-259-2468
 RETURN TO Susan Santaniello

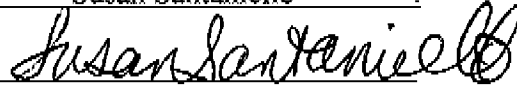
TO Assignment Division
 U.S. Patent and Trademark Office

FAX NO. 703-306-5995
 VOICE NO.

MESSAGE

I hereby certify that this correspondence is being facsimile transmitted to the United States Patent and Trademark Office on the date shown below.

Susan Santaniello



Signature

November 8, 2002

Date

NY02:413407.1 Notice of Confidentiality

The information contained in and transmitted with this facsimile is: 1. Subject to the Attorney-client Privilege; 2. Attorney Work Product; or 3. Confidential. It is intended only for the individual or entity designated above. You are hereby notified that any dissemination, distribution, copying, or use of or reliance upon the information contained in and transmitted with this facsimile by or to anyone other than the recipient designated above by the sender is unauthorized and strictly prohibited. If you have received this facsimile in error, please notify Baker Botts L.L.P. by telephone at 212.408-2500 immediately. Any facsimile erroneously transmitted to you should be immediately returned to the sender by U.S. Mail or, if authorization is granted by the sender, destroyed.

If you do not receive all pages, please call: 212.408-2500 for assistance.

BILLING NO. 070939 0109 ATTORNEY/EMPLOYEE NO. 06028

RECORDED: 11/08/2002

TRADEMARK

CRITICAL DEADLINE COPY **REEL: 002574 FRAME: 0415**