

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
PeopleView, Inc.	e-Perception, Inc.	03/17/2004	CORPORATION: NEVADA

RECEIVING PARTY DATA	
Name:	Workstream USA, Inc.
Street Address:	2600 Lake Lucien Drive, Suite 410
City:	Maitland
State/Country:	FLORIDA
Postal Code:	32751
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 4		
Property Type	Number	Word Mark
Serial Number:	76507880	CLIMATESIGHT
Serial Number:	76507881	PEOPLEVIEW
Serial Number:	76507879	PERFORMANCESIGHT
Serial Number:	76507878	SKILLSIGHT

CORRESPONDENCE DATA	
Fax Number:	(215)701-2273 <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>
Phone:	215-665-7273
Email:	cmiller@cozen.com
Correspondent Name:	Camille M. Miller
Address Line 1:	1900 Market Street
Address Line 4:	Philadelphia, PENNSYLVANIA 19103

ATTORNEY DOCKET NUMBER:	WORK-0001; 150604
NAME OF SUBMITTER:	Camille M. Miller

Total Attachments: 3

900007088

**TRADEMARK
 REEL: 002827 FRAME: 0434**

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ASSIGNMENT

WHEREAS, **PeopleView, Inc.**, a Nevada corporation, whose full post office address is 27130A Paseo Espada, Suite 1427, San Juan Capistrano, California 92675, U.S.A., is the owner of the trademarks and trademark applications as set forth in Schedule "A" attached hereto;

AND WHEREAS, **Workstream USA, Inc.**, a Delaware corporation, whose full post office address is 2600 Lake Lucien Drive, Suite 410, Maitland, Florida 32751, U.S.A., is desirous of acquiring all rights in the United States of America, its territories and possessions, in and to the said trademarks and trademark applications;

NOW, THEREFORE, KNOW ALL MEN BY THESE PRESENTS that in consideration of the sum of \$1.00 (One Dollar) and other good and valuable consideration, the receipt and sufficiency of which is hereby expressly acknowledged, **PeopleView, Inc.** does hereby irrevocably sell and assign to **Workstream USA, Inc.**, all of its right, title and interest in the United States of America, its territories and possessions, in and to the said trademarks and trademark applications, together with the goodwill of its business as symbolized by the said trademarks and trademark applications herein assigned.

DATED this 17th day of March, 2004.

PeopleView, Inc.



By _____

c/s

Name: Joseph J. Flynn

Title: Chairman & CEO
TRADEMARK
REEL: 002827 FRAME: 0436

Schedule "A"

<u>Trademark</u>	<u>Application No.</u>	<u>Filing Date</u>
CLIMATESIGHT	76/507,880	April 17, 2003
PEOPLEVIEW	76/507,881	April 17, 2003
PERFORMANCESIGHT	76/507,879	April 17, 2003
SKILLSIGHT	76/507,878	April 17, 2003

**Certificate of Amendment to Articles of Incorporation
Nevada Profit Corporation
(Pursuant to NRS 78.385 and 78.390)**

FILED # C1476de-95

MAY 29 2003

IN THE OFFICE OF
[Signature]
DEAN HELMUT CHRISTENSEN, CLERK

- 1. The name of this corporation is e-Perception, Inc.
- 2. The articles have been amended as follows:

The section entitled "FIRST" of the Articles of Incorporation is amended to read in its entirety as follows:

FIRST. The name of the corporation is:

PeopleView, Inc.

The section entitled "FOURTH" of the Articles of Incorporation is amended to read in its entirety as follows:

FOURTH. The Corporation shall have the authority to issue a total of 100,000,000 shares of capital stock having a par value of \$.001 per share. All shares of capital stock of the Corporation shall be of the same class and shall have the same rights and preferences.

- 3. The vote by which the stockholders holding shares in the corporation entitling them to exercise at least a majority of the voting power, or such greater proportion of the voting power as may be required in the case of a vote by classes or series, or as may be required by the provisions of the articles of incorporation have voted in favor of the amendment is: 56.46%.
- 4. Signature

[Handwritten Signature]
 James P. Stapleton
 Chief Financial Officer
 Secretary
 Treasurer