

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	06/30/2003

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Elabor, Inc.		06/30/2003	CORPORATION: CALIFORNIA

RECEIVING PARTY DATA

Name:	ADP, Inc.
Street Address:	One ADP Boulevard
City:	Roseland
State/Country:	NEW JERSEY
Postal Code:	07068
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 4

Property Type	Number	Word Mark
Registration Number:	2310188	DESKTOP RECRUITER
Registration Number:	2407932	ELABOR
Registration Number:	2514041	JETECH DATA SYSTEMS
Registration Number:	2734472	SKILLSET

CORRESPONDENCE DATA

Fax Number: (650)213-0277
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: (650)812-1300
 Email: patrademarks@manatt.com
 Correspondent Name: Manatt, Phelps & Phillips, LLP
 Address Line 1: 1001 Page Mill Road, Building 2
 Address Line 4: Palo Alto, CALIFORNIA 94304

NAME OF SUBMITTER: Paul E. Thomas, Esq.

CH \$115.00 2310188

Signature:

/Paul E. Thomas/

Date:

03/02/2005

Total Attachments: 2

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Delaware

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The First State

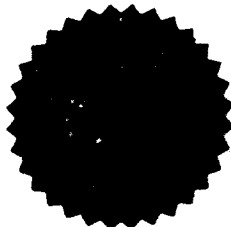
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"ELABOR, INC.", A CALIFORNIA CORPORATION,

WITH AND INTO "ADP, INC." UNDER THE NAME OF "ADP, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-FIFTH DAY OF JUNE, A.D. 2003, AT 2:03 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTIETH DAY OF JUNE, A.D. 2003.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

0759111 8100M

AUTHENTICATION: 2495927

030419780

DATE 06 25 03
TRADEMARK

REEL: 003037 FRAME: 0784

STATE OF DELAWARE
CERTIFICATE OF MERGER OF
FOREIGN CORPORATION INTO
A DOMESTIC CORPORATION

Pursuant to Title 8, Section 252 of the Delaware General Corporation Law, the undersigned corporation executed the following Certificate of Merge.:

FIRST: The name of the surviving corporation is ADP, Inc., a Delaware corporation, and the name of the corporation being merged into this surviving corporation is eLABOR, Inc., a California corporation.

SECOND: The Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations pursuant to Title 8 Section 252 of the General Corporation Law of the State of Delaware.

THIRD: The name of the surviving corporation is ADP, Inc., a Delaware corporation.

FOURTH: The Certificate of Incorporation of the surviving corporation shall be its Certificate of Incorporation.


FIFTH: The authorized stock and par value of the non-Delaware corporation is authorized to issue 100 shares, no par value.

SIXTH: The merger is to become effective on June 30, 2003.

SEVENTH: The Agreement of Merger is on file at One ADP Boulevard, Roseland, New Jersey 07068, an office of the surviving corporation.

EIGHTH: A copy of the Agreement of Merger will be furnished by the surviving corporation on request, without cost, to any stockholder of the constituent corporations.

IN WITNESS WHEREOF, said surviving corporation has caused this certificate to be signed by an authorized officer, the 12th day of June A.D., 2003.

By:  _____
James B. Benson, President

State of Delaware
Secretary of State
Division of Corporations
Delivered 02:03 PM 06/25/2003
FILED 02:03 PM 06/25/2003
SRV 030419780 - 0759111 FILE