

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	08/14/2006

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Gantz-Wiley Research Consulting Group, Inc.		08/14/2006	CORPORATION: MINNESOTA

RECEIVING PARTY DATA

Name:	Kenexa Technology, Inc.
Street Address:	650 East Swedesford Road
City:	Wayne
State/Country:	PENNSYLVANIA
Postal Code:	19087
Entity Type:	CORPORATION: PENNSYLVANIA

PROPERTY NUMBERS Total: 2

Property Type	Number	Word Mark
Serial Number:	78740822	SURVEY INSIGHT
Serial Number:	78741018	SURVEY VANTAGE

CORRESPONDENCE DATA

Fax Number: (612)492-7077
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 612-492-7284
 Email: rkraft@fredlaw.com
 Correspondent Name: Renee S. Kraft
 Address Line 1: 200 South Sixth Street
 Address Line 2: Suite 4000
 Address Line 4: Minneapolis, MINNESOTA 55402

NAME OF SUBMITTER:	Renee S. Kraft
Signature:	/Renee S. Kraft/

OP \$65.00 78740822

Date:

08/18/2006

Total Attachments: 5

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**ARTICLES OF MERGER OF
GANTZ-WILEY RESEARCH CONSULTING GROUP, INC.
(a Minnesota Corporation)
INTO
KENEXA TECHNOLOGY, INC.
(a Pennsylvania Corporation)**

Pursuant to the provisions of Sections 302A.601, et. seq., of the Minnesota Business Corporation Act and 15 Pa. C.S. §1921, et seq., of the Pennsylvania Business Corporation Law, the undersigned corporations do hereby adopt and verify the following Articles of Merger:

1. The laws of the State of Minnesota permit the merger described in the attached Plan of Merger, and GANTZ-WILEY RESEARCH CONSULTING GROUP, INC., a Minnesota corporation (the "Merged Corporation"), has complied with the laws of the State of Minnesota in effecting said merger.
2. The laws of the State of Pennsylvania permit the merger described in the attached Plan of Merger, and Kenexa Technology, Inc., a Pennsylvania business corporation (the "Surviving Corporation"), has complied with the laws of the State of Pennsylvania in effecting said merger and shall be the surviving corporation in said merger. The registered office of the Surviving Corporation is 650 E Swedesford Road, Wayne, Chester County, Pennsylvania 19087-1609).
3. The terms of these Articles and the attached Plan of Merger were unanimously adopted, approved and agreed to by the shareholders and by the Board of Directors of each of the Merged Corporation and the Surviving Corporation, in the manner prescribed by Section 302A.613 of the Minnesota Business Corporation Act and 15 Pa. C.S. §1924(a) of the Pennsylvania Business Corporation Law, respectively.
4. The effective date of the merger shall be 14 AUGUST, 2008. Effective immediately upon such effective date, each share of common stock of the Merged Corporation shall be cancelled, the name of the Surviving Corporation shall be "Kenexa Technology, Inc.", and the other terms and provisions of the merger shall be as set forth in the attached Plan of Merger.
5. The Surviving Corporation irrevocably appoints the Minnesota Secretary of State as its agent for substitute service of process in any proceeding to enforce an obligation of a constituent organization or in a proceeding for the enforcement of the rights of dissenting shareholders of a constituent corporation against the Surviving Corporation. The address to which process may be forwarded is:

Kenexa Technology, Inc.
650 East Swedesford Road
Wayne, PA 19087
Attention: General Counsel.
6. The Surviving Corporation agrees to pay dissenting shareholders of a constituent corporation the amount, if any, to which they are entitled under Section 302A.473 of the Minnesota Business Corporation Act.

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REEL: 003372 FRAME: 0989

IN WITNESS WHEREOF the foregoing has been executed and delivered by the undersigned on this 14 day of August, 2006.

Merged Corporation

GANTZ-WILEY RESEARCH CONSULTING
GROUP, INC., a Minnesota corporation

By Dave W. Wiley
President

By Dave W. Wiley
Secretary

Surviving Corporation:

KENEXA TECHNOLOGY, INC.,
a Pennsylvania corporation

By Ronald G. Holt
President

By Ronald G. Holt
Secretary

**PLAN OF MERGER
OF
GANTZ-WILEY RESEARCH CONSULTING GROUP, INC.
(a Minnesota Corporation)
INTO
KENEXA TECHNOLOGY, INC.
(a Pennsylvania Corporation)**

This Plan of Merger is adopted pursuant to that certain Agreement and Plan of Merger dated 14 AUGUST, 2006 (the "Merger Agreement"), by and among GANTZ-WILEY RESEARCH CONSULTING GROUP, INC., a Minnesota corporation (the "MN Company"), JACK W. WILEY, PH.D, KENEXA CORPORATION, and KENEXA TECHNOLOGY, INC. (the "PA Company" or "Surviving Corporation"), each of which are hereinafter referred to as "Constituent Corporations."

WITNESSETH:

WHEREAS, the Boards of Directors of MN Company and PA Company deem it desirable and in the best interest of the respective Constituent Corporations and their shareholders that MN Company be merged with and into PA Company (hereinafter "merger") pursuant to Sections 302A.601 et. seq. of the Minnesota Business Corporation Act and 15 Pa. C.S. §1921, et. seq. of the Pennsylvania Business Corporation Law, upon the terms and conditions set forth in the Merger Agreement.

NOW, THEREFORE, in consideration of the premises and of the mutual covenants and agreements herein set forth and for the purpose of prescribing the terms and conditions of such merger, the parties hereto covenant and agree as follows:

1. Merger. The effective date of the merger shall be the effective date of the attached Articles of Merger as filed in accordance with the Minnesota Business Corporation Act and the Pennsylvania Business Corporation Law (the "Effective Date"). On the Effective Date, MN Company shall be deemed to have merged with and into PA Company which shall survive the merger.
2. Name of Surviving Corporation. The name of the Surviving Corporation shall be "Kenexa Technology, Inc."
3. Governing Law; Articles of Incorporation. The laws which are to govern the Surviving Corporation are the laws of the State of Pennsylvania. On the Effective Date of the merger, the Articles of Incorporation of PA Company shall be the Articles of Incorporation of the Surviving Corporation until the same shall be amended in accordance with the provisions thereof.
4. Bylaws. On the Effective Date of the merger, the Bylaws of PA Company shall be the Bylaws of the Surviving Corporation until the same shall be amended in accordance with the provisions thereof.
5. Conversion of Outstanding Securities on Merger. Upon the Effective Date of the merger each of the shares of common stock of MN Company outstanding on said Effective Date

shall be cancelled and automatically converted into the right to receive the merger consideration set forth in the Merger Agreement, and each of the shares of stock of the PA Company which are outstanding immediately prior to the Effective Date shall remain outstanding immediately after the Effective Date as an identical share of the Surviving Corporation.

6. Service of Process. The Surviving Corporation may be served with process in the State of Minnesota in any proceeding for enforcement of any obligation of a Constituent Corporation, as well as for enforcement of the right of a dissenting shareholder of a Constituent Corporation against the Surviving Corporation. The Surviving Corporation irrevocably appoints the Secretary of State of Minnesota as its agent to accept service of process in any such suit or proceeding. The address to which a copy of such process shall be mailed by the Secretary of State of Minnesota is:

Kenexa Technology, Inc.
650 East Swedesford Road
Wayne, PA 19087
Attention: General Counsel

7. Dissenters' Rights. The Surviving Corporation will promptly pay to the dissenting shareholders of MN Company, the Minnesota domiciled Constituent Corporation, the amount, if any, to which they are entitled under Section 302A.473 of the Minnesota Business Corporation Act.

8. Effect of Merger. On the Effective Date of the merger, MN Company shall cease to exist separately and shall be merged with and into the Surviving Corporation in accordance with the provisions of the Merger Agreement, this Plan of Merger and with the provisions of and with the effect provided under the laws of the States of Minnesota and Pennsylvania. As provided therein, on the Effective Date of the merger, the Surviving Corporation shall possess all of the rights, privileges, powers, franchises, and trust and fiduciary duties, powers and obligations, of a public as well as of a private nature, and be subject to all the restrictions, disabilities, and duties and all and singular, the rights, privileges, powers, duties and obligations of each of the Constituent Corporations; and all property, real, personal and mixed, and all debts due to each of the Constituent Corporations on whatever account, as well as stock subscriptions and all other things in action or belonging to each of the Constituent Corporations shall be vested in the Surviving Corporation; and all property, rights, privileges, powers and franchises, and all and every other interest shall be thereafter as effectually the property of the Surviving Corporation as they were of the respective Constituent Corporations; and the title to any real estate, whether vested by deed or otherwise, in each of the Constituent Corporations shall not revert or be in any way impaired by reason of the merger; provided, however, that all rights of creditors and all liens upon any property of each of the Constituent Corporations shall be preserved unimpaired, and all debts, liabilities, and duties of the respective Constituent Corporations shall thenceforth attach to the Surviving Corporation, and may be enforced against it to the same extent as if such debts, liabilities, and duties had been incurred or contracted by the Surviving Corporation.

9. Further Assurances. From time to time, as and when requested by the Surviving Corporation or by its successors or assigns, MN Company will execute and deliver, or cause to be executed and delivered, all such deeds and other instruments, and will take or cause to be taken such further or other action as the Surviving Corporation may deem necessary or desirable in order to vest in and confirm to the Surviving Corporation title to and possession of all its property, rights, privileges, powers, and franchises and otherwise to carry out the intent and purposes of this Agreement.

10. Directors of Surviving Corporation. The directors of the Surviving Corporation shall be the directors of PA Company, who shall serve until their successors shall have been elected and shall have qualified pursuant to the Bylaws of the Surviving Corporation.

11. Officers of Surviving Corporation. The principal officers of the Surviving Corporation shall be the officers of PA Company, who shall serve until their successors shall have been elected and shall have qualified pursuant to the Bylaws of the Surviving Corporation. The Surviving Corporation may have such other officers as shall be provided in its Bylaws.

STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED

AUG 14 2006

Mary Kuffner
Secretary of State