

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

09/20/2006
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|------------------------------|----------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | MERGER |
| EFFECTIVE DATE: | 06/16/2005 |

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|----------------|----------|----------------|-----------------------|
| Bravanta, Inc. | | 06/16/2005 | CORPORATION: DELAWARE |

RECEIVING PARTY DATA

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

PROPERTY NUMBERS Total: 9

| Property Type | Number | Word Mark |
|----------------|----------|-------------------------|
| Serial Number: | 76470756 | REWARDING YEARS |
| Serial Number: | 76358239 | BRAVANTA 3D METHODOLOGY |
| Serial Number: | 76343373 | BRAVANTA EDGE |
| Serial Number: | 76343372 | RESULTS FIRST SUITE |
| Serial Number: | 76043206 | BRAVANTA |
| Serial Number: | 76043205 | REWARDING WORK |
| Serial Number: | 75708686 | BRAVO GIFTS |
| Serial Number: | 75708683 | BRAVO |
| Serial Number: | 75470756 | SILVERHEART |

CORRESPONDENCE DATA

Fax Number: (215)701-2273

CH \$240.00 76470756

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 215-665-7273
 Email: cmiller@cozen.com
 Correspondent Name: Camille M. Miller
 Address Line 1: 1900 Market Street
 Address Line 2: Trademark/Copyright Group
 Address Line 4: Philadelphia, PENNSYLVANIA 19103

| | |
|-------------------------|---------------------|
| ATTORNEY DOCKET NUMBER: | 150604 |
| NAME OF SUBMITTER: | Camille M. Miller |
| Signature: | /Camille M. Miller/ |
| Date: | 09/20/2006 |

Total Attachments: 3
 source=Bravanta2 to Workstream#page1.tif
 source=Bravanta2 to Workstream#page2.tif
 source=Bravanta2 to Workstream#page3.tif

CERTIFICATE OF MERGER

OF

BRAVANTA, INC.

AND

WORKSTREAM USA, INC.

It is hereby certified that:

1. The constituent business corporations participating in the merger herein certified are:

(i) Bravanta, Inc., which is incorporated under the laws of the State of Delaware; and

(ii) Workstream USA, Inc., which is incorporated under the laws of the State of Delaware.

2. An Agreement of Merger has been approved, adopted, certified, executed, and acknowledged by each of the aforesaid constituent corporations in accordance with the provisions of subsection (c) of Section 251 of the General Corporation Law of the State of Delaware.

3. The name of the surviving corporation in the merger herein certified is Workstream USA, Inc., which will continue its existence as said surviving corporation under its present name upon the effective date of said merger pursuant to the provisions of the General Corporation Law of the State of Delaware.

4. The Certificate of Incorporation of Workstream USA, Inc., as now in force and effect, shall continue to be the Certificate of Incorporation of said surviving corporation until amended and changed pursuant to the provisions of the General Corporation Law of the State of Delaware and said Certificate of Incorporation shall continue to be the Certificate of Incorporation of said surviving corporation until amended and changed in accordance with the provisions of the General Corporation Law of the State of Delaware.

5. The executed Agreement of Merger between the aforesaid constituent corporations is on file at an office of the aforesaid surviving corporation, the address of which is as follows:

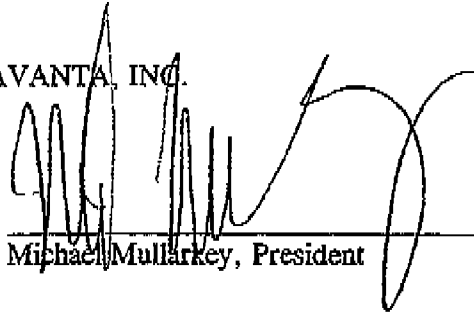
2600 Lake Lucien Drive
Suite 410

Maitland, FL 32751

6. A copy of the aforesaid Agreement of Merger will be furnished by the aforesaid surviving corporation, on request, and without cost, to any stockholder of each of the aforesaid constituent corporations.

BRAVANTA, INC.

By:

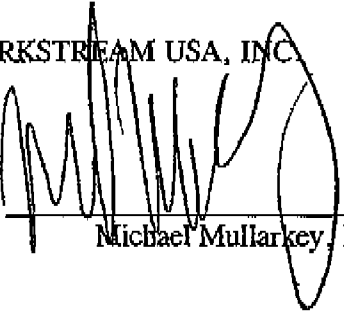


Michael Mullarkey, President

Dated: June 16, 2005

WORKSTREAM USA, INC.

By:



Michael Mullarkey, President

Dated: June 16, 2005