

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Hilco Financial, LLC		08/16/2007	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	Workstream, Inc.
Street Address:	495 March Road
City:	Ottawa
State/Country:	CANADA
Postal Code:	K2K 3G1
Entity Type:	CORPORATION: CANADA

PROPERTY NUMBERS Total: 34

Property Type	Number	Word Mark
Registration Number:	1442913	EXECUGROW
Registration Number:	1581439	THE CORPORATE UNIVERSITY
Registration Number:	1877440	HRSOFT
Registration Number:	2007691	PROACT TECHNOLOGIES
Registration Number:	2430203	ICARIAN
Registration Number:	2430204	ICARIAN
Registration Number:	2517704	ICARIAN
Registration Number:	2384308	6FIGUREJOBS
Registration Number:	2875855	E-CRUITER
Registration Number:	2466745	EMPLOYEESAVINGS.COM
Registration Number:	2332764	REZLOGIC
Registration Number:	2521341	IEXPERT
Registration Number:	2521342	IEXPERT
Registration Number:	2391526	HRS 360

CH \$865.00 1442913

Registration Number:	2406279	BECAUSE YOU'VE EARNED IT
Registration Number:	2625863	KADIRI
Registration Number:	2726287	BRAVANTA
Registration Number:	2689074	PROACT TECHNOLOGIES
Registration Number:	2917621	XYLO
Registration Number:	2821956	XYLO
Registration Number:	2643944	KADIRI TOTALCOMP
Registration Number:	2689143	PROACT TECHNOLOGIES
Registration Number:	2600468	
Registration Number:	2509653	
Registration Number:	2697059	ICARIAN WORKFORCE INTELLIGENCE
Registration Number:	2627480	PROACT CONSOLIDATED EMPLOYEE WEALTH STATEMENT
Registration Number:	2623590	ICARIAN WORKFORCE
Registration Number:	2763417	RESULTS FIRST SUITE
Registration Number:	2618117	BRAVANTA EDGE
Registration Number:	2741250	KADIRI TOTALCOMP
Registration Number:	2812204	KADIRI
Registration Number:	2931375	PEOPLEVIEW
Registration Number:	2842859	WORKSTREAM
Registration Number:	3178032	TALENTCENTER

CORRESPONDENCE DATA

Fax Number: (312)577-4565
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 312-577-8265
Email: kristin.brozovic@kattenlaw.com
Correspondent Name: Kristin Brozovic c/o Katten Muchin
Address Line 1: 525 W Monroe Street
Address Line 4: Chicago, ILLINOIS 60661

ATTORNEY DOCKET NUMBER: 334895-9

DOMESTIC REPRESENTATIVE

Name:
Address Line 1:
Address Line 2:
Address Line 3:
Address Line 4:

NAME OF SUBMITTER:	Kristin Brozovic
Signature:	/Kristin Brozovic/
Date:	08/20/2007
Total Attachments: 4 source=Workstream-Trademark Release (Workstream, INC.)#page1.tif source=Workstream-Trademark Release (Workstream, INC.)#page2.tif source=Workstream-Trademark Release (Workstream, INC.)#page3.tif source=Workstream-Trademark Release (Workstream, INC.)#page4.tif	

TRADEMARK RELEASE AND REASSIGNMENT

THIS TRADEMARK RELEASE AND REASSIGNMENT is made as of August 16, 2007, by HILCO FINANCIAL, LLC ("**Hilco**").

WITNESSETH:

WHEREAS, Hilco and WORKSTREAM, INC., a corporation existing pursuant to the Canada Business Corporations Act ("**Grantor**"), were parties to that certain Trademark Security Agreement, dated as of September 28, 2006 (the "**Assignment**"), pursuant to which Grantor granted a security interest to Hilco in certain trademarks (the "**Trademarks**") and Trademark Rights (as defined below) as security for certain obligations owing by Grantor to Hilco, including the Trademarks set forth on Schedule 1 hereto; and

WHEREAS, the Assignment was recorded by the Trademark Division of the United States Patent and Trademark Office on October 3, 2006, at Reel 3401, Frame 0646; and

WHEREAS, Grantor has requested that Hilco release its security interest in the Trademarks and Trademark Rights and reassign the same to Grantor.

NOW THEREFORE, for good and valuable consideration, receipt and sufficiency of which are hereby acknowledged:

1. Hilco hereby releases its security interest in all of Grantor's right, title and interest in and to the following (collectively the "**Trademark Rights**"):

(i) each Trademark listed on Schedule 1 annexed hereto, together with any reissues, continuations or extensions thereof, and all of the goodwill of the business connected with the use of, and symbolized by, each Trademark; and

(ii) all products and proceeds of the forgoing, including without limitation, any claim by Grantor against third parties for past, present or future infringement of any Trademark.

2. Hilco hereby reassigns, grants and conveys to Grantor, without any representation, recourse or undertaking by Hilco, all of Hilco's right, title and interest in and to the Trademarks and the Trademark Rights.

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[Signature Page Follows]*

IN WITNESS WHEREOF, Hilco has caused this Trademark Release and Reassignment to be executed as of the day and year first above written.

HILCO FINANCIAL, LLC

By: 

Name: Scott Morva

Title: Assistant Vice President

Trademark Release and Reassignment- Workstream, Inc.

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SCHEDULE 1**TRADEMARKS**

Mark	Serial Number	Filing Date	Registration Number	Registration Date
EXECUGROW	73-622594	9/29/86	1442913	6/16/87
THE CORPORATE UNIVERSITY	73-757296	10/12/88	1581439	2/6/90
HRSOFT	74-395134	5/27/93	1877440	2/7/95
PROACT TECHNOLOGIES	74-662587	4/18/95	2007691	10/15/96
ICARIAN	75-355664	9/12/97	2430203	2/20/01
ICARIAN	75-355868	9/12/97	2430204	2/20/01
ICARIAN	75-355665	9/12/97	2517704	12/11/01
6FIGUREJOBS	75-536283	8/13/989	2384308	9/5/00
E-CRUITER	75-540679	8/21/98	2875855	8/24/04
EMPLOYEESAVINGS.COM	75-632955	2/1/99	2466745	7/3/01
REZLOGIC	75-702356	5/10/99	2332764	3/21/00
IEXPERT	75-794515	9/8/99	2521341	12/18/01
IEXPERT	75-794516	9/8/99	2521342	12/18/01
HRS 360	75-802910	9/20/99	2391526	10/3/00
BECAUSE YOU'VE EARNED IT	75-882209	12/28/99	2406279	11/21/00
KADIRI	75-938896	3/8/00	2625863	9/24/02
BRAVANTA	76-043206	5/4/00	2726287	6/17/03
PROACT TECHNOLOGIES	76-084718	7/7/00	2689074	2/18/03
XYLO	76-096558	7/11/00	2917621	1/11/05
XYLO	76-110817	8/16/00	2821956	3/16/04
KADIRI TOTALCOMP	76-122380	9/5/00	2643944	10/29/02
PROACT TECHNOLOGIES	76-156796	10/31/00	2689143	2/18/03
Design Only	76-159638	11/6/00	2600468	7/30/02
Design Only	76-159645	11/6/00	2509653	11/20/01
ICARIAN WORKFORCE INTELLIGENCE	76-159649	11/6/00	2697059	3/18/03
PROACT CONSOLIDATED EMPLOYEE WEALTH STAT	76-180253	12/13/00	2627480	10/1/02
ICARIAN WORKFORCE	76-186574	12/26/00	2623590	9/24/02
RESULTS FIRST SUITE	76-343372	11/29/01	2763417	9/16/03

TRADEMARK**REEL: 003605 FRAME: 0081**

Mark	Serial Number	Filing Date	Registration Number	Registration Date
BRAVANTA EDGE	76-343373	11/29/01	2618117	9/10/02
KADIRI TOTALCOMP	76-383859	3/14/02	2741250	7/29/03
KADIRI	76-383860	3/14/02	2812204	2/10/04
PEOPLEVIEW	76-507881	4/17/03	2931375	3/8/05
WORKSTREAM	78-117794	3/27/02	2842859	5/18/04
TALENTCENTER	78-498371	10/12/04	3178032	11/28/06

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