

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	01/01/2004

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Cyborg Systems, Inc.		01/01/2004	CORPORATION: ILLINOIS

RECEIVING PARTY DATA

Name:	Cyborg Worldwide, Inc.
Street Address:	100 Half Day Road
City:	Lincolnshire
State/Country:	ILLINOIS
Postal Code:	60069
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	1680742	CYBORG USERS ASSOCIATION

CORRESPONDENCE DATA

Fax Number: (312)984-7700
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 312.984.3620
 Email: jmikulina@mwe.com
 Correspondent Name: Jennifer M. Mikulina
 Address Line 1: 227 W Monroe St
 Address Line 2: Suite 4400
 Address Line 4: Chicago, ILLINOIS 60606

ATTORNEY DOCKET NUMBER:	058123-022
NAME OF SUBMITTER:	Jennifer M. Mikulina
Signature:	/Jennifer M. Mikulina/

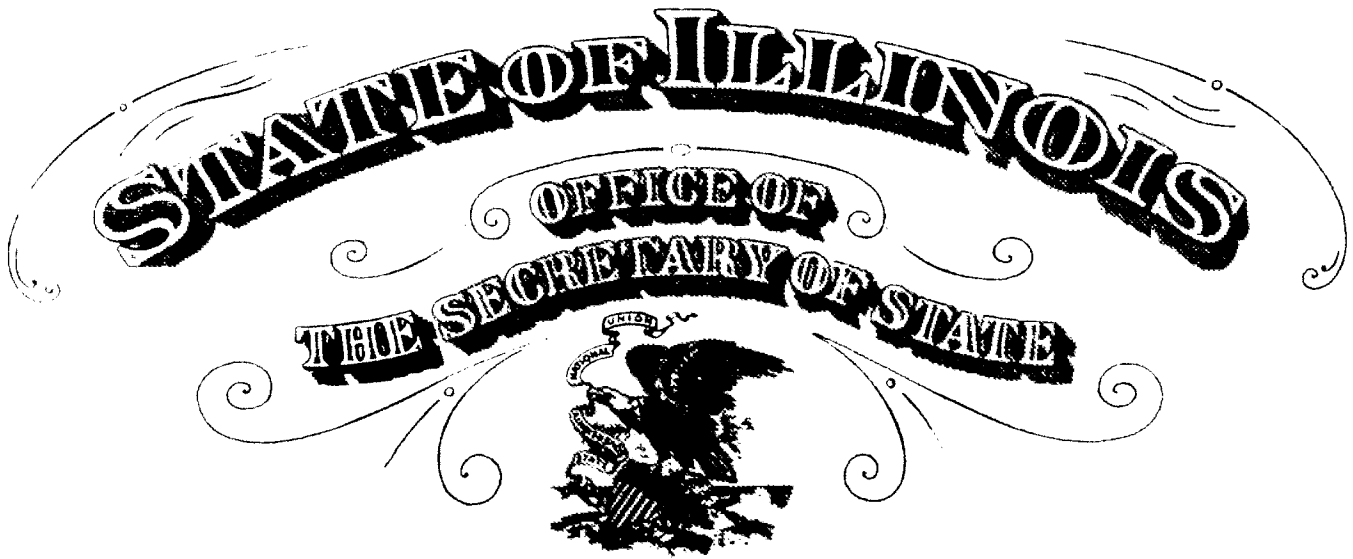
CH \$40.00 1680742

Date:

10/24/2007

Total Attachments: 19

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To all to whom these Presents Shall Come, Greeting:

I, Jesse White, Secretary of State of the State of Illinois, do hereby certify that

ATTACHED HERETO IS A TRUE AND CORRECT COPY, CONSISTING OF 18 PAGE(S), AS TAKEN FROM THE ORIGINAL ON FILE IN THIS OFFICE FOR HEWITT ASSOCIATES L.L.C..



In Testimony Whereof, I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, this 22ND day of OCTOBER A.D. 2007 .

Jesse White

SECRETARY OF STATE

Form **LLC-5.5**
January 1994

George H. Ryan
Secretary of State
Department of Business Services
Limited Liability Company Division
Room 357, Howlett Building
Springfield, IL 62756

Payment must be made by certified check, cashier's check, Illinois attorney's check, Illinois C.P.A.'s check or money order, payable to "Secretary of State."

Illinois
Limited Liability Company Act
Articles of Organization

Filing Fee \$500.

SUBMIT IN DUPLICATE

Must be typewritten

This space for use by Secretary of State

Date 9-30-94
Assigned File # 0001-2963
Filing Fee \$ 500.00
Approved: GR

This space for use by
Secretary of State

FILED

SEP 30 1994

LIMITED LIABILITY CO. DIV.
GEORGE H. RYAN
SECRETARY OF STATE

PAID

1. Limited Liability Company Name: Hewitt Associates L.L.C. **PAID**
SEP 30 1994

(The LLC name must contain the words limited liability company or L.L.C. and cannot contain the terms corporation, corp., incorporated, inc., ltd., co., limited partnership, or L.P.)

2. Transacting business under an assumed name Yes No.
If YES, a Form LLC-1 20 is required to be completed and attached to these Articles.)

3. The address, including county, of its principal place of business. (Post office box alone and c/o are unacceptable.) 100 Half Day Road, Lincolnshire, Illinois 60069
Lake County

4. Federal Employer Identification Number (F.E.I.N.): 36-3974824

5. The Articles of Organization are effective on: (Check one)
a) _____ the filing date, or b) another date later than but not more than 60 days subsequent to the filing date: October 1, 1994
(month, day, year)

6. The registered agent's name and registered office address is:
Registered agent: C. Lawrence Connolly, III
First Name Middle Initial Last name
Registered Office: 100 Half Day Road
Number Street Suite #
(P.O. Box alone and c/o are unacceptable) Lincolnshire IL 60069 Lake
City Zip Code County

7. Purpose or purposes for which the LLC is organized: Include the business code # (Form 1065)
(If not sufficient space to cover this point, add one or more sheets of this size.)
The company is organized to conduct a business of providing consulting, administration, and related services; and to transact any or all lawful business for which a limited liability company may be organized under the Illinois Limited Liability Company Act.

7398

8. The latest date the company is to dissolve September 30, 2024
(month, day, year)

And other events of dissolution enumerated on an attachment.

LLC-5.5

9. Other provisions for the regulation of the internal affairs of the LLC per Section 5-5 (a) (8) included as attachment

Yes No

10. a) Management is vested, in whole or in part, in managers Yes No
List their names and business addresses

Dale L. Gifford 100 Half Day Road
Lincolnshire, IL 60069

b) Management is retained, in whole or in part, by the members Yes No
List their names and addresses

The Company has two (2) or more members pursuant to S.5-1 of the Illinois Limited Liability Company Act.

11. Name(s) & Address(es) of Organizer(s)

The undersigned affirms, under penalties of perjury, having authority to sign hereto, that this articles of organization is to the best of my knowledge and belief, true, correct and complete.

Dated September 26 19 94

Signature and Name

Business Address

1. C. Lawrence Connolly, III
Signature
C. Lawrence Connolly, III - Organizer
(Type or print name and title)

1. 100 Half Day Road
Number Street
Lincolnshire
City/Town
Illinois 60069
State Zip Code

2. John M. Ryan
Signature
John M. Ryan - Organizer
(Type or print name and title)

2. 100 Half Day Road
Number Street
Lincolnshire
City/Town
Illinois 60069
State Zip Code

3. _____
Signature

(Type or print name and title)

(Name if a corporation or other entity)

3. _____
Number Street

City/Town

State Zip Code

(Signatures must be in ink on an original document. Carbon copy, photocopy or rubber stamp signatures may only be used on conformed copies.)

Form **LLC-5.25**

February 2002

Jesse White
Secretary of State



LC0229080

http://www.ilsos.net

Payment may be made by business
firm check payable to Secretary of State.
(If check is returned for any reason this
filing will be void.)

**Illinois
Limited Liability Company Act
Articles of Amendment**

Filing Fee (see instructions).

SUBMIT IN DUPLICATE

Must be typewritten

This space for use by Secretary of State

Date 09.11.2003
Assigned File # 00012963
Filing Fee \$ 160.00
Approved: JB

This space for use by
Secretary of State

FILED

SEP 11 2003

**JESSE WHITE
SECRETARY OF STATE**

1. Limited Liability Company name Hewitt Associates L.L.C.

PAID

SEP 11 2003

2. File number assigned by the Secretary of State: 00012963

3. These Articles of Amendment are effective on the file date or a later date being _____
not to exceed 30 days after the file date.

4. The Articles of Organization are amended as follows: (Attach a copy of the text of each amendment adopted.)

- a) Admission of a new member (give name and address below)
- b) Admission of a new manager (give name and address below)
- c) Withdrawal of a member (give name below)
- d) Withdrawal of a manager (give name below)
- e) Change in the address of the office at which the records required by Section 1-40 of the Act are kept (give new address, including county below)
- f) Change of registered agent and/or registered agent's office (give new name and address, including county below) (Address change of P.O. Box and c/o are unacceptable)
- g) Change in the limited liability company's name (list below)
- h) Change in date of dissolution or other events of dissolution enumerated in item 8 of the Articles of Organization
- i) Other (give information below)

~~b) The management functions of the company's business shall be vested in a Board of Managers as provided pursuant to the company's Operating Agreement, except as provided otherwise pursuant to the company's Operating Agreement. The Operating Agreement may contain any provision for the regulation and management of the affairs of the company not inconsistent with law or these Articles of Amendment.~~

d) Dale L. Gifford, 100 Half Day Road, Lincolnshire, IL 60069

- b) C.L. Connolly III - 100 Half Day Road, Lincolnshire, IL 60069
- Dan DeCanniere - 100 Half Day Road, Lincolnshire, IL 60069
- Dale L. Gifford - 100 Half Day Road, Lincolnshire, IL 60069
- John M. Ryan - 100 Half Day Road, Lincolnshire, IL 60069

- 5. This amendment was adopted by the managers. S. 5-25(3) Yes No
 - a) Not less than minimum number of managers so approved. Yes No
 - b) Member action was not required. Yes No

- 6. This amendment was adopted by the members. S. 5-25(4) Yes No
 Not less than minimum number of members so approved.

7. I affirm, under penalties of perjury, having authority to sign hereto, that this articles of amendment is to the best of my knowledge and belief, true, correct and complete.

Dated June 2, 2003
(Month & Day) (Year)


(Signature)

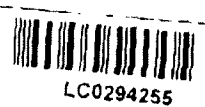
Dale L. Gifford, Manager
(Type or print Name and Title)

(if applicant is a company or other entity, state name of company and indicate whether it is a member or manager of the LLC.)

INSTRUCTIONS: * If the only change reported is a change in the registered agent and/or registered office, the filing fee is \$25.

If other changes are reported, the filing fee is \$100.

#5



LC0294255

Form **LLC-37.25**
January 1999

Jesse White
Secretary of State
Department of Business Services
Limited Liability Company Division
Room 359, Howlett Building
Springfield, IL 62756
http://www.sos.state.il.us

Remit payment in check or money order,
payable to "Secretary of State."
Filing Fee is \$100, but if merger of more
than two entities, \$50 for each additional
entity.

**Illinois
Limited Liability Company Act
Articles of Merger**

SUBMIT IN DUPLICATE
Must be typewritten

This space for use by Secretary of State

Date: 12-31-03
Assigned File #: 0001-296-3
Filing Fee: \$100
Approved: JW

This space for use by
Secretary of State

FILED

DEC 31 2003

JESSE WHITE
SECRETARY OF STATE

PAID
JAN 05 2004

1. Names of the entities proposing to merge, and the state or country of their organization:

Name of Entity	Type of Entity (Corporation, Limited Liability Company, Limited Partnership, General Partnership or other permitted entity)	Domestic State or Country	Illinois Secretary of State File # (if any)
<u>Cyborg Worldwide, Inc.</u>	<u>Corporation</u>	<u>Delaware</u>	<u>NR</u>
<u>Hewitt Associates LLC.</u>	<u>Limited Liability Company</u>	<u>Illinois</u>	<u>00012963</u>

2. The plan of merger has been approved and signed by each limited liability company and other entity that is to merge. If a corporation is a party to the merger, a copy of the plan as approved is attached to these articles of merger.

3. (a) Name of the surviving entity: Hewitt Associates LLC.
(b) Address of the surviving entity: 100 Half Day Road, Lincolnshire, IL 60069

4. Effective date of merger: (check one)
a) the filing date, or
b) a later date, but not more than 30 days subsequent to the filing date:
January 1, 2004
(month, day and year)

5. All limited liability companies that are parties to this merger and were on record with the Illinois Secretary of State prior to January 1, 1998, have elected in their operating agreements to be governed by the amendatory Act of 1997.

LLC-37.25

6. If the survivor is a limited liability company, stated below are changes that are necessary to its articles of organization by reason of this merger:

None

7. For the limited liability companies that are parties to the merger, complete the following:

Name of LLC	Jurisdiction	Organization Date	Date of Admission to Illinois (foreign LLC's)
Hewitt Associates LLC	Illinois	October 1, 1994	

8. If the surviving entity is not a limited liability company, it agrees that it may be served with process in this State and is subject to liability in any action or proceeding for the enforcement of any liability or obligation of a Limited Liability Company previously subject to suit in this State which is to merge, and for the enforcement, as provided in this Act, of the right of members of any limited liability company to receive payment for their interest against the surviving entity.

9. The undersigned entities caused these articles to be signed by the duly authorized person, each of whom affirms, under penalty of perjury, that the facts stated herein are true.

1. C. Lawrence Connolly, III
(Signature)

C. Lawrence Connolly, III-Manager
(Type or print name and title)

Hewitt Associates LLC
(Name if a corporation or other entity)

2. C. Lawrence Connolly, III
(Signature)

C. Lawrence Connolly, III, V.P.
(Type or print name and title)

Cyborg Worldwide, Inc.
(Name if a corporation or other entity)

3. _____
(Signature)

(Type or print name and title)

(Name if a corporation or other entity)

4. _____
(Signature)

(Type or print name and title)

(Name if a corporation or other entity)

If additional space is needed, it must be continued in the same format on a plain white 8 1/2X11" sheet, which must be stapled to this form.

(Signatures must be in ink on an original document. Carbon copy, photocopy or rubber stamp signatures may only be used on conformed copies.)

AGREEMENT AND PLAN OF MERGER

THIS AGREEMENT AND PLAN OF MERGER (this "Agreement"), dated as of December 15, 2003, is made by and among Hewitt Associates LLC, an Illinois limited liability company ("Hewitt"), Cyborg Worldwide, Inc., a Delaware corporation ("Cyborg Worldwide"), Cyborg Systems, Inc., an Illinois corporation ("Cyborg Systems"), Cyborg Holdings, Inc., a Delaware corporation ("Cyborg Holdings"), Cyborg Systems Asia, Limited, an Illinois corporation ("Cyborg Asia"), Cyborg Systems Africa, LLC, an Illinois limited liability company ("Cyborg Africa"), and Cyborg Systems India, Limited, an Illinois corporation ("Cyborg India"). As used herein, each of the above, except Hewitt, are referred to herein as a "Cyborg Subsidiary" and collectively, the "Cyborg Subsidiaries".

WHEREAS, this Agreement contemplates a merger of each of the Cyborg Subsidiaries with and into Hewitt or another Cyborg Subsidiary; and

WHEREAS, in furtherance of such restructuring, the Boards of Directors of each of the Cyborg Subsidiaries (as appropriate) and Hewitt have each approved this Agreement and the merger of each of the Cyborg Subsidiaries in accordance with the terms of this Agreement and in accordance with the General Corporation Law of the State of Delaware (the "DGCL"), Illinois Limited Liability Company Act (the "LLC Act") and the Business Corporation Act of the State of Illinois (the "Business Act");

NOW, THEREFORE, in consideration of the foregoing and the respective representations, warranties, covenants and agreements set forth herein, the parties hereto agree as follows:

ARTICLE I THE MERGER

1.1 **Outstanding Shares.** For the mergers enacted pursuant to Section 11.30 of the Business Act, the following shares are outstanding immediately prior to the adoption of this Agreement:

- (a) Cyborg Holdings – 1,000 common shares
- (b) Cyborg Systems – 2,506,884.4100 Class A common shares
15,493,114.5900 Class B common shares
- (c) Cyborg Asia – 3,000 Class A common shares
18,252 Class B common shares

1.2 **The Merger.** Upon the terms and subject to the conditions of this Agreement and in accordance with the LLC Act, the following shall take place on January 1, 2004 (the "Merger"):

- (a) At 9:00 am CST, pursuant to Section 253 of DCGL and Section 11.30 of the Business Act, Cyborg Asia shall merge with and into Cyborg Worldwide, and the separate corporate existence of the Cyborg Asia shall cease. Cyborg Asia is a wholly-owned subsidiary of Cyborg Worldwide. All stock of Cyborg Asia shall no longer be outstanding and shall automatically be cancelled.
- (b) At 9:02 am CST, pursuant to Section 11.30 of the Business Act, Cyborg Holdings shall merge with and into Cyborg Systems, and the separate corporate existence of the Cyborg Holdings shall cease. Cyborg Holdings is a wholly-owned subsidiary of Cyborg Systems. All stock of Cyborg Holdings shall no longer be outstanding and shall automatically be cancelled and retired.
- (c) At 9:04 am CST, pursuant to Section 37-20 of the LLC Act and Section 11.39 of the Business Act, Cyborg Africa shall merge with and into Cyborg Systems, and the separate corporate existence of the Cyborg Africa shall cease. All membership interests in Cyborg Africa are held by Cyborg Systems and shall no longer be outstanding and shall automatically be cancelled and retired.
- (d) At 9:06 am CST, pursuant to Section 11.30 of the Business Act and Section 253 of the DGCL, Cyborg Systems shall merge with and into Cyborg Worldwide, and the separate corporate existence of the Cyborg Systems shall cease. Cyborg Systems is a wholly-owned subsidiary of Cyborg Worldwide. All stock of Cyborg Systems shall no longer be outstanding and shall automatically be cancelled and retired.
- (e) At 9:08 am CST, pursuant to Section 264 of the DCGL and Section 37-20 of the LLC Act, Cyborg Worldwide shall merge with and into Hewitt, and the separate corporate existence of the Cyborg Worldwide shall cease. Cyborg Worldwide is a wholly-owned subsidiary of Hewitt. All stock of Cyborg Worldwide shall no longer be outstanding and shall automatically be cancelled and retired.
- (f) At 9:10 am CST, pursuant to Section 11.39 of the Business Act and Section 37-20 of the LLC Act, Cyborg India shall merge with and into Hewitt, and the separate corporate existence of the Cyborg India shall cease. Cyborg India is a wholly-owned subsidiary of Hewitt. All stock of Cyborg India shall no longer be outstanding and shall automatically be cancelled and retired.
- (g) After the completion of the above steps (a) through (f), Hewitt shall continue as the surviving company (sometimes hereinafter referred to as the "Surviving Company"). Hewitt's principal place of business is 100 Half Day Road, Lincolnshire, Illinois 60069. The Merger shall have the effect as provided in the applicable provisions of the DGCL, the LLC Act and the Business Act.

1.3 **Effective Time.** Subject to the terms hereof, the Cyborg Subsidiaries and Hewitt will cause a Certificate of Merger (the "Certificate of Merger") to be executed and filed with the Secretary of State of the State of Delaware, and will cause Articles of Merger (the "Articles of Merger") to be executed and filed with the Secretary of State of the State of Illinois (the "Secretaries of State") in such form and executed as provided in the DGCL, the LLC Act and the Business Act. The Merger shall become effective on January 1, 2004, which is hereinafter referred to as the "Effective Time."

1.4 **Articles of Organization.** Pursuant to the Merger, the articles of organization of Hewitt, as in effect immediately prior to the Effective Time (the "Articles of Organization"), shall be the Articles of Organization of the Surviving Company without any modification or amendment pursuant to the Merger.

1.5 **Operating Agreement.** Pursuant to the Merger, the operating agreement of Hewitt, as in effect immediately prior to the Effective Time, shall be the operating agreement of the Surviving Company.

1.6 **Board of Managers.** Pursuant to the Merger, the Board of Managers of Hewitt, as in effect immediately prior to the Effective Time, shall be the Board of Managers of the Surviving Company.

ARTICLE II TRANSFER AND CONVEYANCE OF ASSETS AND ASSUMPTION OF LIABILITIES

2.1 **Transfer, Conveyance and Assumption.** At the Effective Time, Hewitt shall succeed to and possess all of the rights, privileges and powers of the Cyborg Subsidiaries, and all of the assets and property of whatever kind and character of the Cyborg Subsidiaries shall vest in Hewitt. Thereafter, Hewitt, as the Surviving Company, shall assume and become obligated for all outstanding debts, liabilities, duties and obligations, contractual or otherwise, whether known or unknown, now in existence or arising in the future of each of the Cyborg Subsidiaries, and any claim or judgment against the Cyborg Subsidiaries may be enforced against Hewitt, as the Surviving Company, in accordance with the DGCL, the LLC Act, and the Business Act. If at any time Hewitt shall consider or be advised that any further assignment, conveyance or assurance is necessary or advisable to vest, perfect or confirm of record in Hewitt the title to any property or right of the Cyborg Subsidiaries, or otherwise to carry out the provisions hereof, the proper representatives of the Cyborg Subsidiaries, as of the Effective Time, shall execute and deliver any and all proper deeds, assignments and assurances and do all things necessary or proper to vest, perfect or convey title to such property or right in Hewitt, and otherwise to carry out the provisions hereof.

ARTICLE III TERMINATION

3.1 **Termination.** This Agreement may be terminated and the Merger may be abandoned at any time prior to the filing by the Secretary of State of Illinois by Hewitt.

3.2 **Effect of Termination.** In the event of the termination of this Agreement, this Agreement shall forthwith become null and void, and there shall be no liability on the part of any party; provided that nothing herein shall relieve any party from any liability or obligation with respect to any willful breach of this Agreement.

**ARTICLE IV
MISCELLANEOUS**

4.1 **Severability.** If any term, provision, covenant or restriction of this Agreement is held by a court of competent jurisdiction or other authority to be invalid, void, unenforceable or against its regulatory policy, the remainder of the terms, provisions, covenants and restrictions of this Agreement shall remain in full force and effect and shall in no way be affected, impaired or invalidated.

4.2 **Governing Law.** This Agreement shall be governed, construed and enforced in accordance with the laws of the State of Illinois without giving effect to the principles of conflicts of law thereof.

[Signature Page Follows]

IN WITNESS WHEREOF, the Cyborg Subsidiaries and Hewitt have caused this Agreement to be signed by their respective officers thereunto duly authorized as of the date first written above.

Hewitt Associates LLC

By: Hewitt Associates, Inc.
Its: Sole Member

By: C. Lawrence Connolly III
Name: C. Lawrence Connolly, III
Title: Secretary

Cyborg Worldwide, Inc.

By: C. Lawrence Connolly III
Name: C. Lawrence Connolly, III
Title: Vice President

Cyborg Systems, Inc.

By: C. Lawrence Connolly III
Name: C. Lawrence Connolly, III
Title: Vice President

Cyborg Holdings, Inc.

By: C. Lawrence Connolly III
Name: C. Lawrence Connolly, III
Title: Vice President

Cyborg Systems Asia, Limited

By: C. Lawrence Connolly III
Name: C. Lawrence Connolly, III
Title: Vice President

Cyborg Systems Africa, LLC

By: Cyborg Systems, Inc.
Its: Sole Member
By: C. Lawrence Connolly III
Name: C. Lawrence Connolly, III
Title: Vice President

Cyborg Systems India, Limited

By: C. Lawrence Connolly III
Name: C. Lawrence Connolly, III
Title: Vice President



LC0330762

Form **LLC-5.25**

December 2003

**Illinois
Limited Liability Company Act
Articles of Amendment**

This space for use by
Secretary of State

Jesse White
Secretary of State
Department of Business Services
Limited Liability Company Division
Room 351, Howlett Building
Springfield, IL 62756
<http://www.cyberdrivellinois.com>

Payment may be made by business
firm check payable to Secretary of State.
(If check is returned for any reason this
filing will be void.)

Filing Fee (see instructions).

SUBMIT IN DUPLICATE

Must be typewritten

This space for use by Secretary of State

Date 03 04 2004
Assigned File # 00012963
Filing Fee \$ 150.00
Approved: JB

FILED

MAR 04 2004

**JESSE WHITE
SECRETARY OF STATE**

1. Limited Liability Company name Hewitt Associates LLC

2. File number assigned by the Secretary of State: 00012963

3. These Articles of Amendment are effective on the file date or a later date being _____
not to exceed 30 days after the file date.

4. The Articles of Organization are amended as follows:
- a) Admission of a new member (give name and address below)
 - b) Admission of a new manager (give name and address below)
 - c) Withdrawal of a member (give name below)
 - d) Withdrawal of a manager (give name below)
 - e) Change in the address of the office at which the records required by Section 1-40 of the Act are kept (give new address, including county below)
 - f) Change of registered agent and/or registered agent's office (give new name and address, including county below) (*Address change of P.O. Box and c/o are unacceptable*)
 - g) Change in the limited liability company's name (list below)
 - h) Change in date of dissolution or other events of dissolution enumerated in item 6 of the Articles of Organization
 - i) Other (give information below)

b) See attached sheet

d) Dale L. Gifford, 100 Half Day Road, Lincolnshire, IL 60069

PAID
MAR 04 2004

LLC-5.25

5. This amendment was adopted by the managers. S. 5-25(3) Yes No
 a) Not less than minimum number of managers so approved. Yes No
 b) Member action was not required. Yes No
6. This amendment was adopted by the members. S. 5-25(4) Yes No
 Not less than minimum number of members so approved.
7. I affirm, under penalties of perjury, having authority to sign hereto, that this articles of amendment is to the best of my knowledge and belief, true, correct and complete.

Dated February 19, 2,004
 (Month & Day) (Year)


 (Signature)

Daniel J. Holland, Manager
 (Type or print Name and Title)

(If applicant is a company or other entity, state name of company and indicate whether it is a member or manager of the LLC.)

INSTRUCTIONS: * If the only change reported is a change in the registered agent and/or registered office, the filing fee is \$35.

If other changes are reported, the filing fee is \$150.

00012963
3.4.2004

HEWITT ASSOCIATES LLC

BOARD OF MANAGERS

<u>MANAGER</u>	<u>ADDRESS</u>
Bryan J. Doyle	100 Half Day Road, Lincolnshire, IL 60069
Cheryl A. Francis	100 Half Day Road, Lincolnshire, IL 60069
Dale L. Gifford	100 Half Day Road, Lincolnshire, IL 60069
Julie S. Gordon	100 Half Day Road, Lincolnshire, IL 60069
Michael E. Greenlees	100 Half Day Road, Lincolnshire, IL 60069
Daniel J. Holland	100 Half Day Road, Lincolnshire, IL 60069
Michele M. Hunt	100 Half Day Road, Lincolnshire, IL 60069
James P. Kelly	100 Half Day Road, Lincolnshire, IL 60069
Cary D. McMillan	100 Half Day Road, Lincolnshire, IL 60069
Steven P. Stanbrook	100 Half Day Road, Lincolnshire, IL 60069



LC0645318

Form **LLC-1.20**

July 2005

Secretary of State **Jesse White**
Department of Business Services
Limited Liability Division
Room 351 Howlett Building
501 S. Second St.
Springfield, IL 62756
www.cyberdriveillinois.com

Payment must be made by business firm check payable to Secretary of State. (If check is returned for any reason this filing will be void.)

Illinois

Limited Liability Company Act

Application to Adopt, Change, Cancel or Renew an Assumed Name

Filing Fee - see note on reverse side

SUBMIT IN DUPLICATE

Must be typewritten

This space for use by Secretary of State.

Filing Fee: \$ 150-

Approved: [Signature]

FILE # 001-2963

This space for use by Secretary of State.

FILED

OCT 04 2005

JESSE WHITE
SECRETARY OF STATE

PAID

OCT 04 2005

1. Limited Liability Company Name: Hewitt Associates L.L.C.
2. State or Country under the laws of which the company is organized: (check one)
 - Illinois (domestic) Foreign (specify): _____
3. Date organized (if an Illinois Limited Liability Company) or date authorized to transact business in Illinois (if a foreign Limited Liability Company): October 1, 1994
4. TO ADOPT:
 - (a) The Limited Liability Company intends to adopt and transact business under the assumed name of: Hewitt Relocation
 - (b) The right to use the assumed name shall be effective from the date this application is filed by the Secretary of State until October 1, 20 10, the first day of the company's anniversary month in the next year, which is evenly divisible by five.
5. TO CHANGE:
 - (a) The above-named Limited Liability Company intends to cease transacting business under the assumed name of: _____
 - (b) and to commence transacting business under the new assumed name of: _____
6. TO CANCEL: The above-named Limited Liability Company intends to cease transacting business under the assumed name of: _____
7. TO RENEW:
 - (a) The above-named Limited Liability Company intends to renew the assumed name of: _____
 - (b) The right to use the assumed name shall be effective from the date this application is filed by the Secretary of State until _____, 20 _____, the first day of the company's anniversary month in the next year, which is evenly divisible by five.

LLC-1.20

8. The undersigned affirms, under penalties of perjury, having authority to sign hereto, that this Application to Adopt, Change, Cancel or Renew an Assumed Name is to the best of my knowledge and belief, true, correct and complete.

Dated September 30, 2005
Month & Day Year
C. Lawrence Connolly, III
Signature
C. Lawrence Connolly, III, Authorized Representative
Name and Title (type or print)

If applicant is a company or other entity, state name of company and indicate whether it is a member or manager of the LLC.

- NOTE:
- a. An assumed name may be adopted in five-year increments. The right to use an assumed name shall be effective from the date of filing by the Secretary of State until the first day of the anniversary month of the Limited Liability Company that falls within the next calendar year evenly divisible by 5.
 - b. The filing fee to adopt an assumed name is \$150 for each year or part thereof ending in 0 or 5; \$120 for each year or part thereof ending in 1 or 6; \$90 for each year or part thereof ending in 2 or 7; \$60 for each year or part thereof ending in 3 or 8; or \$30 for each year or part thereof ending in 4 or 9.
 - c. The fee to change an assumed name is \$100.
 - d. The fee for canceling an assumed name is \$100.
 - e. The fee to renew an assumed name is \$300. An assumed name may be renewed 60 days prior to the expiration of the right to use the assumed name, for a period of five years, by making an election to do so at the time of filing the Annual Report and by paying the renewal fees as prescribed by this Act.
 - f. A penalty of \$100 will apply to any assumed name renewed on or after the first day of the company's anniversary month. If the assumed name is not renewed within the 60 days commencing with the first day of the company's anniversary month, the right to use the assumed name shall cease.



LC0130230

Form **LLC-1.36/1.37** July 2005

Illinois Limited Liability Company Act
Statement of Change of Registered Agent and/or Registered Office

FILE # 00012963

This space for use by Secretary of State.

Secretary of State Jesse White
Department of Business Services
Limited Liability Division
Room 351 Howlett Building
501 S. Second St.
Springfield, IL 62756
www.cyberdriveillinois.com

SUBMIT IN DUPLICATE
Must be typewritten

FILED

SEP 10 2007

JESSE WHITE
SECRETARY OF STATE

Payment must be made by business firm check payable to Secretary of State. (If check is returned for any reason this filing will be void.)

This space for use by Secretary of State.

Filing Fee: \$25

Approved: *[Signature]*

PAID

SEP 10 2007

- Limited Liability Company Name: HEWITT ASSOCIATES LLC
- Name and Address of Registered Agent and Registered Office as they appear on the records of the Office of the Secretary of State (before change):
 Registered Agent C. LAWRENCE CONNOLLY III
 First Name Middle Name Last Name
 Registered Office 100 HALF DAY ROAD
 Number Street Suite No. (P.O. Box alone is unacceptable)
LINCOLNSHIRE, 60069 LAKE
 City ZIP Code County
- Name and Address of Registered Agent and Registered Office shall be (after all changes herein reported):
 Registered Agent JEFFREY C. EVERETT
 First Name Middle Name Last Name
 Registered Office 100 HALF DAY ROAD
 Number Street Suite No. (P.O. Box alone is unacceptable)
LINCOLNSHIRE, 60069 LAKE
 City ZIP Code County
- The address of the registered office and the address of the business office of the registered agent, as changed, will be identical.
- The above change was authorized by: (check one box only)
 - resolution duly adopted by the members or managers. (See Note 4.)
 - action of the registered agent. (See Note 5.)

SEE REVERSE FOR SIGNATURE(S).

6. If the change to the registered agent or registered office is authorized by the members or managers, sign here. (See Note 4 below.)

The undersigned affirms, under penalties of perjury, having authority to sign hereto, that this statement to change the registered agent or address is to the best of my knowledge and belief, true, correct and complete.

Dated August 24, 2007
Month/Day Year

Signature (Must comply with Section 5-45 of ILLCA.)

Jeffrey C. Everett, Assistant Secretary - Registered Agent
Name and Title (type or print)

If the member or manager signing this document is a company or other entity, state name of company and indicate whether it is a member or manager of the Limited Liability Company.

If change of registered office by registered agent, sign here. (See Note 5 below.)

The undersigned, under penalties of perjury, affirms that the facts stated herein are true, correct and complete.

Dated _____, _____
Month/Day Year

Signature of Registered Agent of Record

Name (type or print)
If registered agent is a corporation,
name and title of officer who is signing on its behalf.

NOTES

1. The registered office may, but need not be, the same as the principal office of the Limited Liability Company; however, the registered office and the office address of the registered agent must be the same.
2. The registered office must include a street or road address (P.O. Box alone is unacceptable).
3. A Limited Liability Company cannot act as its own registered agent.
4. Any change of registered agent or registered address effected by the Limited Liability Company must be by resolution adopted by the members or managers.
5. The registered agent may report a change of the registered office of the Limited Liability Company for which he/she is a registered agent. When the agent reports such a change, this statement must be signed by the registered agent. If a corporation is acting as the registered agent, a duly authorized officer of such corporation must sign this statement.