

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/22/2009

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
CareerBank, Inc.		12/22/2009	CORPORATION: DELAWARE
Biospace, Inc.		12/22/2009	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	OnTargetJobs, Inc.
Street Address:	9100 East Panorama Drive
Internal Address:	Suite 250
City:	Englewood
State/Country:	COLORADO
Postal Code:	80112
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 4

Property Type	Number	Word Mark
Registration Number:	2516378	CAREERBANK
Registration Number:	2529006	CAREERBANK.COM
Registration Number:	2089577	BIOSPACE
Registration Number:	3041647	BIOCORRIDOR

CORRESPONDENCE DATA

Fax Number: (817)877-2807
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 817 877 2812
 Email: jbergkamp@canteyhanger.com
 Correspondent Name: Julie C. Bergkamp
 Address Line 1: 600 West Sixth Street
 Address Line 2: Suite 300

OP \$115.00 2516378

Address Line 4: Fort Worth, TEXAS 76102

NAME OF SUBMITTER: Julie C. Bergkamp

Signature: /juliebergkamp/

Date: 02/04/2010

Total Attachments: 4

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Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"APPLIED RECRUITMENT TECHNOLOGIES, INC.", A COLORADO CORPORATION,

"BIOSPACE, INC.", A DELAWARE CORPORATION,

"CAREERBANK, INC.", A DELAWARE CORPORATION,

"REGIONALHELPWANTED.COM, INC.", A DELAWARE CORPORATION,

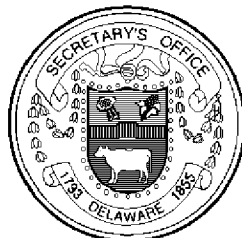
WITH AND INTO "ONTARGETJOBS, INC." UNDER THE NAME OF "ONTARGETJOBS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SECOND DAY OF DECEMBER, A.D. 2009, AT 12:22 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE FIRST DAY OF JANUARY, A.D. 2010, AT 12:01 O'CLOCK A.M.


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

3918773 8100M

091126033



You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7728458

DATE: 12-29-09

TRADEMARK
REEL: 004144 FRAME: 0147

CERTIFICATE OF OWNERSHIP AND MERGER

OF

REGIONALHELPWANTED.COM, INC.

(a Delaware corporation),

CAREERBANK, INC.

(a Delaware corporation),

BIOSPACE, INC.

(a Delaware corporation),

AND

APPLIED RECRUITMENT TECHNOLOGIES, INC.

(a Colorado corporation)

WITH AND INTO

ONTARGETJOBS, INC.

(a Delaware corporation)

Pursuant to Section 253 of the General Corporation Law of Delaware (the "**DGCL**"), OnTargetJobs, Inc., a corporation incorporated on January 28, 2005 (the "**Corporation**"), pursuant to the provisions of the DGCL does hereby certify as follows:

1. The Corporation owns 100% of the capital stock of RegionalHelpWanted.com, Inc., a Delaware corporation, Applied Recruitment Technologies, Inc., a Colorado corporation, CareerBank, Inc., a Delaware corporation and Biospace, Inc., a Delaware corporation (the "**Subsidiaries**").

2. The Corporation, by resolutions of its Board of Directors (the "**Board**") duly adopted on November 11, 2009 by unanimous written consent in lieu of holding a meeting of the directors pursuant to Section 141(f) of the DGCL, determined to and did merge into itself the Subsidiaries, which resolutions are in the following words to wit:

WHEREAS, it is proposed that the Subsidiaries be merged with and into the Corporation pursuant to Section 253 of the DGCL, and that the Corporation, upon consummation of such merger, be possessed of (i) all of the rights, privileges, immunities, powers, purposes, property, whether real or personal, tangible and intangible property, whether registered or unregistered, goodwill, causes of action and all other assets of the Subsidiaries of any kind and nature whatsoever, and (ii) all liabilities, penalties and obligations the Subsidiaries (the "**Merger**"); and

WHEREAS, the Board has considered the Merger and now deems it advisable and in the best interests of the Corporation and its stockholders to approve, authorize and adopt the Merger.

NOW, THEREFORE, BE IT RESOLVED, that the Board hereby approves, authorizes and adopts in all respects the Merger pursuant to Section 253 of the DGCL, so that the separate

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existence of the Subsidiaries shall cease as soon as the Merger shall become effective, and the Corporation shall continue as the surviving entity, governed by the laws of the State of Delaware; and be it

FURTHER RESOLVED, that the terms and provisions of the Certificate of Ownership and Merger, in substantially the form attached hereto as Exhibit A (the "Certificate"), be, and the same hereby are, approved, authorized and adopted in all respects; and be it

FURTHER RESOLVED, each officer of the Corporation be, and each such officer hereby is, authorized on behalf and in the name of the Corporation to execute, assent to, accept and deliver the Certificate, and to file the same, in the office of the Secretary of State of Delaware; and be it

FURTHER RESOLVED, that upon the effectiveness of the Merger, the rights, privileges, immunities, powers, purposes, property, whether real or personal, tangible and intangible property, whether registered or unregistered, goodwill, causes of action and all other assets of the Subsidiaries of any kind and nature whatsoever, shall vest in the Corporation without further act or deed, and the Corporation shall assume and be liable for all liabilities, obligations and penalties of the Subsidiaries; and be it

FURTHER RESOLVED, that the officers of the Corporation be, and each of them hereby is, authorized and directed, in the name and on behalf of the Corporation, to make, execute, file and deliver any and all consents, certificates, documents, instruments, amendments, papers or writings as may be required to comply with any Federal or State securities or corporation law in connection with or in furtherance of the foregoing, and to do any and all other acts necessary or desirable to effectuate the foregoing resolutions, the execution and delivery thereof by such officer or officers of the Corporation to be deemed conclusive evidence of the approval by the Corporation of the terms, provisions and conditions thereof; and be it

FURTHER RESOLVED, that the execution by the aforesaid officers, or any of them, of any document or instrument authorized by these resolutions, or any document or instrument executed in the accomplishments of any action or actions so authorized, is and shall become upon delivery the enforceable and binding act and obligation of this Corporation, without the necessity or attestation of any other officer of this Corporation or the affixing of any corporation seal; and be it

FURTHER RESOLVED, that any and all acts, transactions, agreements or certificates previously signed or behalf of the officers of the Corporation in connection with the foregoing be, and they hereby are, in all respects approved and ratified as the true acts and deeds of this Corporation with the same force and effect as if each such act, transaction, agreement or certificate had been specifically authorized in advance by resolution of its Board, and that the officers of the Corporation did execute the same; and be it

3. The effective time and date of the Merger shall be 12:01 a.m. on January 1, 2010.

[Signature page follows.]

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Ownership and Merger to be signed by its duly authorized officers as of this December 18, 2009.

ONTARGETJOBS, INC.

By: 

Name: Curtis Thompson

Title: Treasurer