

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Censeo Corporation		10/31/2011	CORPORATION: FLORIDA
RECEIVING PARTY DATA			
Name:	Mercer (US) Inc.		
Street Address:	1166 Avenue of the Americas		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10036		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	3900988	CENSEO	
Registration Number:	3840791	TALENTSIM	
Registration Number:	2674978	CENSEO	
CORRESPONDENCE DATA			
Fax Number:	(610)640-1965		
Phone:	610.640.5800		
Email:	ipdocketing@stradley.com		
	<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>		
Correspondent Name:	Kevin W. Goldstein		
Address Line 1:	30 Valley Stream Parkway		
Address Line 4:	Malvern, PENNSYLVANIA 19355		
ATTORNEY DOCKET NUMBER:	182423-0007		
NAME OF SUBMITTER:	Kevin W. Goldstein		

CH \$90.00 3900988

900208013

**TRADEMARK
 REEL: 004666 FRAME: 0675**

Signature:	/kevin goldstein/
Date:	11/28/2011
Total Attachments: 4 source=Trademark Assignment #page1.tif source=Trademark Assignment #page2.tif source=Trademark Assignment #page3.tif source=Trademark Assignment #page4.tif	

ASSIGNMENT OF TRADEMARKS

WHEREAS, Censeo Corporation ("Assignor"), a Florida corporation having an address of 2600 Lake Lucien Drive, Suite 235, Maitland, Florida 32751, has used and is using in its business the registered and common law United States trademarks set forth in Schedule 1 attached hereto and incorporated herein by reference (the "Assigned Trademarks");

WHEREAS, Mercer (US) Inc. ("Assignee"), a Delaware corporation having an address of 1166 Avenue of the Americas, New York, New York 10036, is desirous of acquiring all right, title and interest in and to the said Assigned Trademarks together with the goodwill of the business symbolized by the marks and the registrations thereof as set forth in Schedule 1.

WHEREAS, Assignor and Assignee desire that the assignment of said marks and registrations be made of record in the United States Patent and Trademark Office, and other appropriate Patent and Trademark Offices.

NOW, THEREFORE, To All Whom It May Concern, be it known that for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, and intending to be legally bound, the above Assignor has sold and by these presents does hereby sell, assign, transfer, and convey unto the said Assignee, its successors and assigns, Assignor's entire right, title, and interest in and to the Assigned Trademarks, together with the goodwill of the business symbolized by the Assigned Trademarks, and the registrations thereof, as set forth in Schedule 1, to be held and enjoyed by the said Assignee, its successors and assigns, as fully and entirely as the same would have been held and enjoyed by the Assignor had this assignment and sale not been made.

Assignor further transfers and assigns to Assignee all causes of action, rights, and remedies which may have arisen under or which are arising under the Assigned Trademarks prior to or after the effective date of this Agreement, and all rights to damages and profits, due or accrued, arising out any past infringement claims relating to the Assigned Trademarks, and the right to sue for recovery of the same damages and profits.

[Signatures on Following Pages]

B # 1459003 v.1

TRADEMARK
REEL: 004666 FRAME: 0677

IN WITNESS WHEREOF, the Assignor has caused this assignment to be executed this 31st day of October, 2011.

For Assignor:

CENSEO CORPORATION

By: Ronald H. Gross

Name: Ronald H. Gross

Title: President

For Assignee:

MERCER (US) INC.

By: _____

Name: _____

Title: _____

IN WITNESS WHEREOF, the Assignor has caused this assignment to be executed this 31st day of October, 2011.

For Assignor:

CENSEO CORPORATION

By: _____

Name: _____

Title: _____

For Assignee:

MERCER (US) INC.

By: Patricia A Milligan

Name: Patricia A Milligan

Title: President, Human Capital

Schedule 1 – Assigned Trademarks

Trademark Registrations – United States

<u>Mark</u>	<u>Registration Number</u>	<u>Registration Date</u>
Censeo	3,900,988	1.4.2011
TalentSIM	3,840,791	8.31.2010
Censeo	2,674,978	1.14.2003

Trademarks – Common law

<u>Mark</u>	<u>Services Mark Is Used With</u>
Knowledge track	Censeo business and commercialized services
360-degree feedback platform	Censeo business and commercialized services
Censeo “diamond design”	Censeo business and commercialized services

B # 1459003 v.1