

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CERTIFICATE OF MERGER

CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
CYTIVA, LLC		05/24/2012	LIMITED LIABILITY COMPANY: CALIFORNIA
KNOWLEDGEPOINT, LLC		05/24/2012	LIMITED LIABILITY COMPANY: DELAWARE
LEARN.COM LLC		05/24/2012	LIMITED LIABILITY COMPANY: DELAWARE
VURV TECHNOLOGY LLC		05/24/2012	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA	
Name:	TALEO CORPORATION
Street Address:	500 Oracle Parkway
City:	Redwood City
State/Country:	CALIFORNIA
Postal Code:	94065
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 9		
Property Type	Number	Word Mark
Registration Number:	3576012	APPMARKET
Registration Number:	3623376	BOARDCENTER
Registration Number:	3545827	FORMFLOW
Registration Number:	3892521	L
Registration Number:	3964376	LEARN.COM
Registration Number:	2856016	LEARNCENTER
Registration Number:	2837624	MENTOR
Registration Number:	2837623	MENTOR
Registration Number:	2310277	THE ANSWER CENTER

OP \$240.00 3576012

CORRESPONDENCE DATA

Fax Number: 4155760300

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: 415-576-0200

Email: jhughes@kilpatricktownsend.com,
choffman@kilpatricktownsend.com

Correspondent Name: John A. Hughes

Address Line 1: Two Embarcadero Center, 8th Floor

Address Line 2: KILPATRICK TOWNSEND & STOCKTON LLP

Address Line 4: San Francisco, CALIFORNIA 94111

ATTORNEY DOCKET NUMBER:	89864-850077
NAME OF SUBMITTER:	John A. Hughes
Signature:	/jah/
Date:	04/19/2013

Total Attachments: 4

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Delaware

PAGE 1

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 MERGER, WHICH MERGES:

"CYTIVA, LLC", A CALIFORNIA LIMITED LIABILITY COMPANY,
"KNOWLEDGEPOINT, LLC", A DELAWARE LIMITED LIABILITY COMPANY,
"LEARN.COM LLC", A DELAWARE LIMITED LIABILITY COMPANY,
"VURV TECHNOLOGY LLC", A DELAWARE LIMITED LIABILITY COMPANY,
WITH AND INTO "TALEO CORPORATION" UNDER THE NAME OF "TALEO CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-FOURTH DAY OF MAY, A.D. 2012, AT 5:06 O'CLOCK P.M.

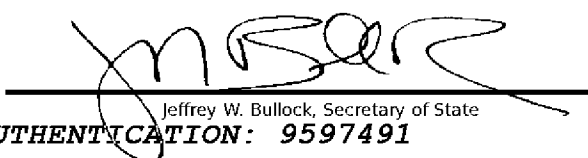
AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE TWENTY-FOURTH DAY OF MAY, A.D. 2012, AT 8 O'CLOCK P.M.

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

3042240 8100M

120632380




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9597491

DATE: 05-24-12

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

TRADEMARK
REEL: 005010 FRAME: 0492

STATE OF DELAWARE

CERTIFICATE OF MERGER

OF

CYTIVA, LLC,
A CALIFORNIA LIMITED LIABILITY COMPANY,

KNOWLEDGEPOINT, LLC,
A DELAWARE LIMITED LIABILITY COMPANY,

LEARN.COM LLC,
A DELAWARE LIMITED LIABILITY COMPANY,

AND

VURV TECHNOLOGY LLC,
A DELAWARE LIMITED LIABILITY COMPANY

INTO

TALEO CORPORATION,
A DELAWARE CORPORATION

*Pursuant to Section 264
of the General Corporation Law of the State of Delaware
and
Section 18-209
of the Delaware Limited Liability Company Act*

Pursuant to Title 8, Section 264(c) of the General Corporation Law of the State of Delaware and Title 6, Section 18-209 of the Limited Liability Company Act of the State of Delaware, the undersigned corporation, Taleo Corporation, a Delaware corporation, does hereby certify the following facts relating to the merger of each of Cytiva, LLC, a California limited liability company, KnowledgePoint, LLC, a Delaware limited liability company, Learn.com LLC, a Delaware limited liability company and Vurv Technology LLC, a Delaware limited liability company, with and into Taleo Corporation:

FIRST: The name of the surviving corporation is Taleo Corporation, a Delaware corporation (the "Corporation"), and the name of the limited liability companies being merged into the surviving corporation are:

- (a) Cytiva, LLC, a California limited liability company ("Cytiva");

- (b) KnowledgePoint, LLC, a Delaware limited liability company (“KnowledgePoint”);
- (c) Learn.com LLC, a Delaware limited liability company (“Learn.com”); and
- (d) Vurv Technology LLC, a Delaware limited liability company (“Vurv”).

SECOND: An Agreement of Merger by which each of Cytiva, KnowledgePoint, Learn.com and Vurv is merged into the Corporation has been approved, adopted, certified, executed and acknowledged by the Corporation and each of Cytiva, KnowledgePoint, Learn.com and Vurv.

THIRD: The name of the surviving corporation is Taleo Corporation (the “Surviving Corporation”).

FOURTH: The merger is to become effective on May 24, 2012 at 8:00 p.m. Eastern Time.

FIFTH: The Certificate of Incorporation of the Surviving Corporation shall be the Certificate of Incorporation of the Corporation.

SIXTH: The Agreement of Merger is on file at 500 Oracle Parkway, Redwood Shores, California 94065, the place of business of the Surviving Corporation.

SEVENTH: A copy of the Agreement of Merger will be furnished by the Surviving Corporation on request, without cost, to any stockholder of the Corporation or member of Cytiva, KnowledgePoint, Learn.com or Vurv.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, said Corporation has caused this Certificate of Merger to be signed as of May 24, 2012 by a duly authorized officer.

TALEO CORPORATION

By: 
Name: Greg Hilbrich
Title: Senior Vice President, Taxation