

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM758015

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER AND CHANGE OF NAME		
EFFECTIVE DATE:	12/26/2017		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Kenexa Technology, Inc.	FORMERLY Kenexa Technology NY, Inc.	12/26/2017	Corporation: NEW YORK
Kenexa Technology, Inc.		02/11/2015	Corporation: PENNSYLVANIA
Kenexa Corporation		12/13/2013	Corporation: PENNSYLVANIA
NEWLY MERGED ENTITY DATA			
Name	Execution Date	Entity Type	
Kenexa Technology, LLC	12/26/2017	Limited Liability Company: DELAWARE	
MERGED ENTITY'S NEW NAME (RECEIVING PARTY)			
Name:	Kenexa Technology, LLC		
Street Address:	71 S. Wacker Drive, 7th Floor		
City:	Chicago		
State/Country:	ILLINOIS		
Postal Code:	60606		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	2738465	KENEXA SURVEY SCORECARD	
Registration Number:	2144575	PROVE IT!	
CORRESPONDENCE DATA			
Fax Number:			
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
Email:	ibmtm@us.ibm.com		
Correspondent Name:	International Business Machines Corp.		
Address Line 1:	1 North Castle Drive		
Address Line 2:	Intellectual Property - Trademarks		
Address Line 4:	Armonk, NEW YORK 10504		
NAME OF SUBMITTER:	Cameron Meindl		

CH \$65.00 2738465

SIGNATURE:	/Cameron Meindl/
DATE SIGNED:	09/28/2022
Total Attachments: 22 source=Kenexa PA Merger into NY, Inc. (PA filing)#page1.tif source=Kenexa PA Merger into NY, Inc. (PA filing)#page2.tif source=Kenexa PA Merger into NY, Inc. (PA filing)#page3.tif source=Kenexa PA Merger into NY, Inc. (PA filing)#page4.tif source=Kenexa PA Merger into NY, Inc. (PA filing)#page5.tif source=Kenexa PA Merger into NY, Inc. (PA filing)#page6.tif source=Kenexa PA Merger into NY, Inc. (PA filing)#page7.tif source=Kenexa PA Merger into NY, Inc. (PA filing)#page8.tif source=Kenexa PA Merger into NY, Inc. (PA filing)#page9.tif source=Kenexa PA Merger into NY, Inc. (NY filing) CERTIFIED#page1.tif source=Kenexa PA Merger into NY, Inc. (NY filing) CERTIFIED#page2.tif source=Kenexa PA Merger into NY, Inc. (NY filing) CERTIFIED#page3.tif source=Kenexa PA Merger into NY, Inc. (NY filing) CERTIFIED#page4.tif source=Kenexa PA Merger into NY, Inc. (NY filing) CERTIFIED#page5.tif source=Kenexa Name Change CERTIFIED#page1.tif source=Kenexa Name Change CERTIFIED#page2.tif source=Kenexa Name Change CERTIFIED#page3.tif source=Kenexa Name Change CERTIFIED#page4.tif source=Kenexa Technology Inc. NY Merger into LLC CERTIFIED#page1.tif source=Kenexa Technology Inc. NY Merger into LLC CERTIFIED#page2.tif source=Kenexa Technology Inc. NY Merger into LLC CERTIFIED#page3.tif source=Kenexa Technology Inc. NY Merger into LLC CERTIFIED#page4.tif	

PENNSYLVANIA DEPARTMENT OF STATE
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS

Articles/Certificate of Merger

(15 Pa.C.S.)

- ☒ Domestic Business Corporation (§ 1926)
☐ Domestic Nonprofit Corporation (§ 5926)
☐ Limited Partnership (§ 8547)

Name	CT - COUNTER		
Address			
City	State	Zip Code	
9443058	SOPA	1	

Document will be returned to the
name and address you enter to
the left.

Commonwealth of Pennsylvania
ARTICLES OF MERGER-BUSINESS 10 Page(s)



T1504467031

Fee: \$150 plus \$40 additional for each
Party in additional to two

In compliance with the requirements of the applicable provisions (relating to articles of merger or consolidation), the undersigned, desiring to effect a merger, hereby state that:

1. The name of the corporation/limited partnership surviving the merger is:
Kenexa Technology NY, Inc.

2. Check and complete one of the following:

The surviving corporation/limited partnership is a domestic business/nonprofit corporation/limited partnership and the (a) address of its current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):

(a) Number and Street City State Zip County

(b) Name of Commercial Registered Office Provider County
c/o

The surviving corporation/limited partnership is a qualified foreign business/nonprofit corporation /limited partnership incorporated/formed under the laws of _____ and the (a) address of its current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):

(a) Number and Street City State Zip County

(b) Name of Commercial Registered Office Provider County
c/o

☒ The surviving corporation/limited partnership is a nonqualified foreign business/nonprofit corporation/limited partnership incorporated/formed under the laws of New York _____ and the address of its principal office under the laws of such domiciliary jurisdiction is:

Number and Street City State Zip
One New Orchard Road Armonk NY 10504

2015 FEB 13 AM 9:30

PA. DEPT. OF STATE

TRADEMARK

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3. The name and the address of the registered office in this Commonwealth or name of its commercial registered office provider and the county of venue of each other domestic business/nonprofit corporation/limited partnership and qualified foreign business/nonprofit corporation/limited partnership which is a party to the plan of merger are as follows:

Name	Registered Office Address	Commercial Registered Office Provider	County
Kenexa Technology, Inc.		CT Corporation System	Dauphin

4. Check, and if appropriate complete, one of the following:

☒ The plan of merger shall be effective upon filing these Articles/Certificate of Merger in the Department of State.

☐ The plan of merger shall be effective on: _____ at _____
Date Hour

5. The manner in which the plan of merger was adopted by each domestic corporation/limited partnership is as follows:

Name	Manner of Adoption
Kenexa Technology, Inc.	- Adopted by the directors and the shareholders pursuant to 15 Pa.C.S. Section 1942(a).

6. ~~Strike out this paragraph if no foreign corporation/limited partnership is a party to the merger.~~

The plan was authorized, adopted or approved, as the case may be, by the foreign business/nonprofit corporation/limited partnership (or each of the foreign business/nonprofit corporations/limited partnerships) party to the plan in accordance with the laws of the jurisdiction in which it is incorporated/organized.

7. Check, and if appropriate complete, one of the following:

☒ The plan of merger is set forth in full in Exhibit A attached hereto and made a part hereof.

☐ Pursuant to 15 Pa.C.S. § 1901/§ 8547(b) (relating to omission of certain provisions from filed plans) the provisions, if any, of the plan of merger that amend or constitute the operative provisions of the Articles of Incorporation/Certificate of Limited Partnership of the surviving corporation/limited partnership as in effect subsequent to the effective date of the plan are set forth in full in Exhibit A attached hereto and made a party hereof. The full text of the plan of merger is on file at the principal place of business of the surviving corporation/limited partnership, the address of which is:

Number and street	City	State	Zip	County

IN TESTIMONY WHEREOF, the undersigned
corporation/limited partnership has caused these
Articles/Certificate of Merger to be signed by a duly
authorized officer thereof this

11th day of February
2015.

Kenexa Technology, Inc.

Name of Corporation/Limited Partnership

Ann McHale

Signature

Ann McHale, Secretary

Title

Kenexa Technology NY, Inc.

Name of Corporation/Limited Partnership

Ann McHale

Signature

Ann McHale, Secretary

Title

EXHIBIT 4

AGREEMENT AND PLAN OF MERGER

This AGREEMENT AND PLAN OF MERGER, dated as of February 11, 2015 (this "Agreement"), is by and between KENEXA TECHNOLOGY, INC., a Pennsylvania corporation (the "Merging Company") and KENEXA TECHNOLOGY NY, INC., a New York corporation (the "Surviving Company").

RECITALS

WHEREAS, the Merging Company and the Surviving Company herein agree to the merger of the Merging Company with and into the Surviving Company, pursuant to the applicable section of the New York Business Corporation Law (the "NYBCL") and upon the terms and conditions hereinafter set forth (the "Merger");

WHEREAS, the board of directors of the Surviving Company has unanimously approved and declared the advisability of this Agreement;

WHEREAS, the board of directors of the Merging Company has unanimously approved and declared the advisability of this Agreement;

WHEREAS, following the Merger, the Surviving Company will become a direct subsidiary of International Business Machines Corporation and Kenexa International LLC;

NOW, THEREFORE, in consideration of the premises and of the mutual agreement of the parties hereto, it is hereby agreed as follows:

FIRST: This Agreement is duly entered into and approved, adopted, executed and acknowledged pursuant to the authority granted to the Merging Company by the Pennsylvania Business Corporation Law ("PBCL") Section 1924(a) and the Surviving Company by NYBCL § 903.

SECOND: Upon the terms and subject to the conditions set forth herein, the Merging Company shall merge with and into the Surviving Company pursuant to the NYBCL. As soon as practicable on or after the date hereof, the parties shall properly file with the Department of State of the Commonwealth of Pennsylvania and the Department of State of the State of New York, articles of merger (the "Articles of Merger") in such form as is required by, and executed and acknowledged in accordance with, the relevant provisions of each of the PBCL and the NYBCL. The Merger shall become effective at such date and time as the Articles of Merger are duly filed with the latest of either the Commonwealth of Pennsylvania or the Department of State of the State of New York (the "Effective Time"). At the Effective Time, the separate existence of the Merging Company shall cease and the Surviving Company shall continue as the Surviving Company.

THIRD: The Merger shall have the effects set forth in NYBCL § 906.

FOURTH: The name of the Surviving Company in the Merger is Kenexa Technology NY, Inc.

FIFTH: At the Effective Time, the Articles of Incorporation and By-Laws of the Surviving Company will not be amended. Such Articles of Incorporation and By-Laws will be the Articles of Incorporation and By-Laws, respectively, of the Surviving Company until thereafter further amended as provided therein or by applicable Law.

SIXTH: The directors and officers of the Surviving Company immediately prior to the Effective Time shall be the directors and officers, respectively, of the Surviving Company from and after the Effective Time until their successors have been duly elected, appointed or qualified or until the earlier of their death, resignation or removal in accordance with the Articles of Incorporation and By-Laws of the Surviving Company.

SEVENTH: As to each constituent corporation, the designation and number of outstanding shares of each class and series and the voting rights thereof are as follows:

Corporation	Designation & Number Of Shares In Each Class Or Series Outstanding	Class Or Series Of Shares Entitled to Vote	Class or Series Entitled To Vote As A Class
Kenexa Technology, Inc.	956,736 Common	Common	None
	57,674 Series A Preferred	Series A Preferred	None
Kenexa Technology NY, Inc.	1,000 Common	Common	None

EIGHTH: At the Effective Time, by virtue of the Merger and without any action on the part of any holder thereof:

- (a) Each issued and outstanding share of common stock of the Merging Company at the Effective Time shall be converted into and become one fully paid and nonassessable share of the common stock, par value \$0.01 per share, of the Surviving Company.
- (b) Each issued and outstanding share of Series A Preferred Stock of the Merging Company at the Effective Time shall be converted into and become one fully paid and nonassessable share of Series A Preferred Stock, of the Surviving Company.
- (c) Each issued and outstanding share of common stock of the Surviving Company immediately prior to the Effective Time, shall be automatically canceled and retired and cease to exist, and no payment or distribution shall be made with respect thereto.

NINTH: Upon completion of the Merger, the Surviving Company shall file Articles of Amendment to change its name to Kenexa Technology, Inc.

TENTH: The Merging Company and the Surviving Company agree that they will cause to be executed and filed and recorded any document or documents prescribed by the PBCL in connection with the Merger and that they will cause to be performed all necessary acts to effectuate the Merger.

ELEVENTH: The proper officers of the Merging Company and the proper officers of the Surviving Company are hereby authorized, empowered and directed to do any and all acts and things, and to make, execute, deliver, file and record any and all instruments, papers and documents which shall be or become necessary to carry out or put into effect any of the provisions of this Agreement or of the Merger.

TWELFTH: This Agreement may be executed in any number of counterparts, each of which will be deemed an original, but all of which together will constitute one and the same instrument.

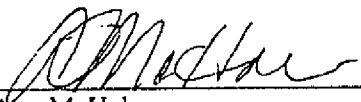
THIRTEENTH: At any time prior to the Effective Time, this Agreement may be terminated or amended and the Merger may be abandoned by the Board of Directors of the Surviving Company or the Merging Company or both.

FOURTEENTH: This Agreement shall be governed by and construed in accordance with the laws of the State of New York.

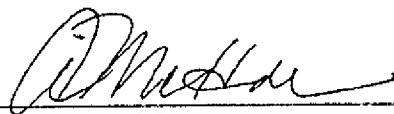
SIGNATURE PAGE FOLLOWS

IN WITNESS WHEREOF, each of the parties hereto has caused this Agreement and Plan of Merger to be executed as of the date first above written.

KENEXA TECHNOLOGY, INC

By: 
Name: Ann McHale
Title: Secretary

KENEXA TECHNOLOGY NY, INC.

By: 
Name: Ann McHale
Title: Secretary

TRADEMARK

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pennsylvania
DEPARTMENT OF REVENUE

Commonwealth of Pennsylvania
Department of Revenue

MERGER
Clearance Certificate

Company Name KENEXA TECHNOLOGY INC

I certify that the above named company, through this Department, has paid into the State Treasury all taxes and charges owed the Commonwealth of Pennsylvania as required by law to and including February 01, 2014.

Witness my hand and seal of Office, on this date.

February 04, 2015

(Seal)

By

Mary P. Hubler, Director
Bureau of Compliance

(Note: This Certificate issued in compliance with Section 103 of Act 177, approved December 21, 1988, is for submission to the Department of State. Its applicability is limited specifically to its purposes as set forth in that Act and is conditioned upon the requirements that, in the event of a change in Federal income for a year for which taxes have been paid, this corporation or its successors or its officers or its directors shall file with the PA Department of Revenue a report of change and pay any additional state tax resulting therefrom. Section 406 (e) of the Tax Reform Code of 1971.)



pennsylvania

DEPARTMENT OF LABOR & INDUSTRY

OFFICE OF UNEMPLOYMENT COMPENSATION TAX SERVICES

July 1, 2014

CLEARANCE CERTIFICATE

IN THE MATTER OF:

KENEXA TECHNOLOGY, INC.

Corporation

650 E SWEDES FORD RD FL WAYNE PA 19087

I HEREBY CERTIFY that the above-named corporation has filed with this Department all reports required to be filed by it, pursuant to the provisions of the Pennsylvania Unemployment Compensation Law and Regulations promulgated thereunder; and has fully paid all contributions, interest and penalty thereon known to be due to the PENNSYLVANIA UNEMPLOYMENT COMPENSATION FUND.

Director

Office of Unemployment Compensation Tax Services

Department of Labor & Industry | Office of UC Tax Services | 651 Boas Street | Harrisburg, PA 17121-0750 | www.uc.pa.gov

STATE OF NEW YORK

DEPARTMENT OF STATE

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.



WITNESS my hand and official seal of the
Department of State, at the City of Albany,
on February 26, 2015.

Anthony Giardina

Anthony Giardina
Executive Deputy Secretary of State

**CERTIFICATE OF MERGER OF KENEXA TECHNOLOGY NY, INC. AND
KENEXA TECHNOLOGY, INC.
INTO
KENEXA TECHNOLOGY NY, INC.
UNDER SECTION 904 OF THE BUSINESS CORPORATION LAW OF
THE STATE OF NEW YORK**

1. (a) The name of each constituent party is as follows:

KENEXA TECHNOLOGY NY, INC.

KENEXA TECHNOLOGY, INC. which was originally qualified as Raymond Karson Associates, Inc.

(b) The name of the surviving corporation is KENEXA TECHNOLOGY NY, INC.

2. As each constituent corporation, the designation and number of outstanding shares of each class and series and the voting rights thereof are as follows:

Corporation.	Designation & Number Of Shares In Each Class Or Series Outstanding	Class Or Series Of Shares Entitled to Vote	Class or Series Entitled To Vote As A Class
Kenexa Technology, Inc.	1,000,000 Common Authorized	Common	None
	956,736 Common Issued		
	500,000 Series A Preferred Authorized	Series A Preferred	None
	57,674 Series A Preferred Issued		
Kenexa Technology NY, Inc.	500,000 Preferred Authorized	Preferred	None
	0 Preferred Issued		
	1,000,000 Common Authorized	Common	None
	1,000 Common Issued		
	500,000 Series A Preferred Authorized	Series A Preferred	None
	0 Series A Preferred issued		
	500,000 Preferred Authorized	Preferred	None
	0 Preferred Issued		

3. The number of authorized shares of Common Stock of the surviving corporation shall remain unchanged at One Million (1,000,000) Common Shares of Stock, however, **the number of Common shares issued and outstanding shall increase** from One Thousand (1,000) Shares of Stock to Nine Hundred Fifty Six Thousand Seven Hundred Thirty Six (956,736) issued and outstanding shares of Common Stock.

The number of authorized shares of Series A Preferred Stock of the surviving corporation shall remain unchanged at Five Hundred Thousand Shares (500,000) of Stock, however, **the number of Series A Preferred Shares issued and outstanding shall increase** from Zero (0) shares to Fifty Seven Thousand Six Hundred Seventy Four Shares of Stock (57, 674) issued and outstanding Series A Preferred Shares of Stock.

The number of authorized, issued and outstanding shares of Preferred Stock of the surviving corporation shall remain unchanged at Five Hundred Thousand (500,000) Shares of Stock, with Zero (0) shares issued or outstanding of Preferred Shares of Stock.

4. The date the Certificate of Incorporation of the survivor was filed by the Department of State is January 14, 2014.

The date the non-survivor qualified to transact business in the State of New York is December 31, 1999. The non-survivor filed its Certificate of Incorporation under the laws of the Commonwealth of Pennsylvania on November 24, 1999.

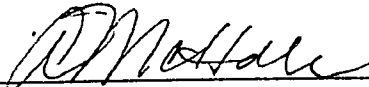
5. The merger was authorized by each constituent corporation in the following manner:

KENEXA TECHNOLOGY NY, INC. by written consent of the Board of Directors and the Shareholders.


KENEXA TECHNOLOGY, INC. - pursuant the Business Corporation Law of the Commonwealth of Pennsylvania, as permitted by the laws of its jurisdiction and is in compliance therewith.

SIGNATURE PAGE FOLLOWS

KENEXA TECHNOLOGY NY, INC.

By: 
Ann McHale
Its: Secretary

KENEXA TECHNOLOGY, INC.

By: 
Ann McHale
Its: Secretary

CT-07

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2015 FEB 18 PM 4:04

Certificate of Merger

of
KENEXA TECHNOLOGY NY, INC.

AND

Kenexa Technology, Inc.

INTO

Kenexa Technology NY, Inc.

Under Section 904 of the Business Corporation Law

RECEIVED

2015 FEB 24 PM 4:03 2015 FEB 13 PM 12:06

Filed by:

Nancy Johnson
(Name)

IBM Corporation
71 S. Wacker, 20th Floor
(Mailing address)

Chicago, IL 60606
(City, State and ZIP code)

STATE OF NEW YORK
DEPARTMENT OF STATE

FILED FEB 25 2015

TAX \$ _____

BY: _____

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NY102 - 03/21/07 C T System Outline

Cost Ref 9443058CAS

TRADEMARK

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STATE OF NEW YORK
DEPARTMENT OF STATE

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.



WITNESS my hand and official seal of the
Department of State, at the City of Albany,
on February 26, 2015.

Anthony Giardina

Anthony Giardina
Executive Deputy Secretary of State

150225000 361

CT-07

New York State Department of State
Division of Corporations, State Records and Uniform Commercial Code
One Commerce Plaza, 99 Washington Avenue
Albany, NY 12231
www.dos.state.ny.us

CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF

KENEXA TECHNOLOGY NY, INC.

(Insert Name of Domestic Corporation)

Under Section 805 of the Business Corporation Law

FIRST: The name of the corporation is:

KENEXA TECHNOLOGY NY, INC.

If the name of the corporation has been changed, the name under which it was formed is:

SECOND: The date of filing of the certificate of incorporation with the Department of State is:

JANUARY 14, 2014.

THIRD: The amendment effected by this certificate of amendment is as follows:

(Set forth each amendment in a separate paragraph providing the subject matter and full text of each amended paragraph. For example, an amendment changing the name of the corporation would read as follows: Paragraph *First* of the Certificate of Incorporation relating to *the corporation name* is hereby amended to read as follows: *First: The name of the corporation is ... (new name) ...*)

Paragraph FIRST of the Certificate of Incorporation relating to
THE CORPORATION'S NAME

is hereby amended to read in its entirety as follows:

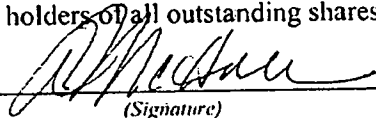
FIRST: THE NAME OF THE CORPORATION IS KENEXA TECHNOLOGY, INC.

Paragraph _____ of the Certificate of Incorporation relating to

_____ is hereby amended to read in its entirety as follows:

FOURTH: The certificate of amendment was authorized by: *(Check the appropriate box)*

- ☐ The vote of the board of directors followed by a vote of a majority of all outstanding shares entitled to vote thereon at a meeting of shareholders.
- ☒ The vote of the board of directors followed by the unanimous written consent of the holders of all outstanding shares.


(Signature)

ANN MCHALE

(Name of Signer)

SECRETARY

(Title of Signer)

CT-07

CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF

Kenexa Technology NY, Inc.

(Insert Name of Domestic Corporation)

Under Section 805 of the Business Corporation Law

Filer's Name Nancy Johnson

Address c/o IBM Corporation, 71 S. Wacker Drive, 20th Floor

City, State and Zip Code Chicago, IL 60606

NOTE: This form was prepared by the New York State Department of State. It does not contain all optional provisions under the law. You are not required to use this form. You may draft your own form or use forms available at legal stationery stores. The Department of State recommends that all documents be prepared under the guidance of an attorney. The certificate must be submitted with a \$60 filing fee.

For Office Use Only

STATE OF NEW YORK
DEPARTMENT OF STATE

FILED FEB 25 2015

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BY: Ant

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TRADEMARK

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Est Ref 9443058CAS

**STATE OF NEW YORK
DEPARTMENT OF STATE**

I hereby certify that the annexed copy for KENEXA TECHNOLOGY, INC., File Number 171226000287 has been compared with the original document in the custody of the Secretary of State and that the same is true copy of said original.

WITNESS my hand and official seal of the
Department of State, at the City of Albany,
on August 02, 2021.



Brendan C. Hughes

Brendan C. Hughes
Executive Deputy Secretary of State

Authentication Number: 100000178179 To Verify the authenticity of this document you may access the
Division of Corporation's Document Authentication Website at <http://ecorp.dos.ny.gov>

171226000 287



Division of Corporations,
State Records and
Uniform Commercial Code

Department of State
DIVISION OF CORPORATIONS,
STATE RECORDS AND
UNIFORM COMMERCIAL CODE
One Commerce Plaza
99 Washington Ave.
Albany, NY 12231-0001
www.dos.ny.gov

CERTIFICATE OF MERGER OF

KENEXA TECHNOLOGY, INC.

(Insert Name of Domestic Entity)

AND

KENEXA TECHNOLOGY, LLC

(Insert Name of Foreign Limited Liability Company)

INTO

KENEXA TECHNOLOGY, LLC

(Insert Name of Foreign Limited Liability Company)

Under Section 1003 of the Limited Liability Company Law

FIRST: The name (and if the name has been changed, the name under which it was formed) and jurisdiction of formation or organization of each limited liability company or other business entity that is to merge is:

KENEXA TECHNOLOGY, INC.
KENEXA TECHNOLOGY NY, INC.
NEW YORK

SECOND: For each domestic limited liability company and domestic other business entity, the date when its initial articles of organization or formation document was filed with Department of State is:

JANUARY 14, 2014

THIRD: For each foreign limited liability company and foreign other business entity, the jurisdiction and date of filing of its original articles of organization or formation document and the date when its application for authority was filed with the Department of State is (if no such application has been filed, a statement to such effect and a statement that the foreign surviving limited liability company is not to do business in this state until it has filed an application for authority with the Department of State):

KENEXA TECHNOLOGY, LLC DECEMBER 1, 2017 - DELAWARE
THE FOREIGN SURVIVING LIMITED LIABILITY COMPANY IS NOT TO DO BUSINESS IN THIS STATE UNTIL
IT HAS FILED AN APPLICATION FOR AUTHORITY WITH THE DEPARTMENT OF STATE;

FOURTH: The agreement of merger has been approved and executed by each domestic limited liability company or other business entity that is to merge.

FIFTH: The name of the surviving foreign limited liability company is:

KENEXA TECHNOLOGY, LLC

SIXTH: The effective date of merger, if it is not to be effective upon the filing of the Certificate of Merger, is:

DECEMBER 31, 2017

(A future effective date may not exceed 30 days from the date of filing.)

SEVENTH: The surviving foreign limited liability company may be served with process in this state in any action or special proceeding for the enforcement of any liability or obligation of any domestic limited liability company, domestic business corporation or domestic other business entity previously amenable to suit in this state that is to merge and for the enforcement that is provided in the Limited Liability Company Law of the right of members of any domestic limited liability company, shareholders of any domestic business corporation or owners of any domestic other business entity to receive payment for their interests against the surviving foreign limited liability company.

EIGHTH: Pursuant to Section 623 of the Business Corporation Law, Section 1005 of the Limited Liability Company Law or any applicable statute, the surviving foreign limited liability company will promptly pay to the shareholders of each domestic business corporation, members of each domestic limited liability company or owners of any constituent other business entity the amount, if any, to which they shall be entitled under the provisions of the Business Corporation Law, Limited Liability Company Law and any applicable statute relating to the right of shareholders, members and owners to receive payment for their interest.

NINTH: The Secretary of State is designated as agent of the foreign limited liability company upon whom process against it may be served. The address within or without this state to which the Secretary of State shall mail a copy of any process served upon him or her is:

IBM CORPORATION, ATTN: SUBPOENA PROCESSING, ONE NORTH CASTLE DRIVE, ARMONK, NY 10504

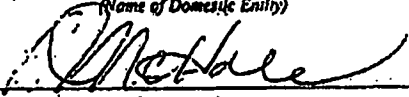
TENTH: This merger is permitted by the jurisdiction of incorporation or organization for each foreign other business entity and foreign limited liability company and is in compliance therewith.

ELEVENTH: The agreement of merger is on file at the following place of business of the surviving foreign limited liability company:

IBM CORPORATION, 71 S. WACKER DRIVE, CHICAGO, IL 60606

TWELFTH: A copy of the agreement of merger will be furnished by the surviving foreign limited liability company on request and without cost to any member of any domestic limited liability company or to any person holding an interest in any other business entity that is to merge pursuant to such agreement.

KENEXA TECHNOLOGY, INC.

(Name of Domestic Entity)
X 
(Signature)

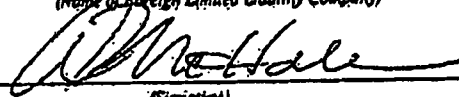
ANN MCHALE

(Type or Print Name)

SECRETARY

(Capacity of Signer)

KENEXA TECHNOLOGY, LLC

(Name of Foreign Limited Liability Company)
X 
(Signature)

ANN MCHALE

(Type or Print Name)

MANAGER

(Capacity of Signer)

17 1226 000 287

CERTIFICATE OF MERGER OF

KENEXA TECHNOLOGY, INC.

(Insert Name of Domestic Entity)

AND

KENEXA TECHNOLOGY, LLC

(Insert Name of Foreign Limited Liability Company)

INTO

KENEXA TECHNOLOGY, LLC

(Insert Name of Foreign Limited Liability Company)

Under Section 1003 of the Limited Liability Company Law

2017 DEC 26 PM 11:43
 FILED

Filer's Name and Mailing Address:

N. JOHNSON

Name:

IBM CORPORATION

Company, if Applicable:

71 S. WACKER DRIVE, 7TH FLOOR

Mailing Address:

CHICAGO, IL 60606

City, State and Zip Code:

NOTES:

1. The name(s) of the limited liability company or other business entity and the date(s) of filing of the articles of organization, formation or qualification document must exactly match the records of the Department of State. This information should be verified on the Department of State's website at www.dos.ny.gov.
2. This form was prepared by the New York State Department of State for filing a certificate of merger with a foreign limited liability company survivor. It does not contain all optional provisions under the law. You are not required to use this form. You may draft your own form or use forms available at legal supply stores.
3. The Department of State recommends that legal documents be prepared under the guidance of an attorney.
4. The certificate must be submitted with a \$60 filing fee made payable to the Department of State.

(For office use only)

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STATE OF NEW YORK
DEPARTMENT OF STATE

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BY: a

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