

7.21.03

07-23-2003

Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings



U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

102506881

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Kenexa Corporation

- Individual(s) Association General Partnership Limited Partnership Corporation-State Other Pennsylvania

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other Notice of Assignment for Security

Execution Date: 7/15/03

2. Name and address of receiving party(ies)

Name: PNC Bank, N.A.

Internal Address: 25th Floor

Street Address: 77 East 55th Street

City: New York State: NY Zip: 10022

- Individual(s) citizenship Association National Association General Partnership Limited Partnership Corporation-State Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s) See Attached

B. Trademark Registration No.(s) See Attached

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Robert B. Stein

Internal Address: Wolf, Block, Schorr and Solis-Cohen LLP

Street Address: 250 Park Avenue

City: New York State: NY Zip: 10177

6. Total number of applications and registrations involved:

26

7. Total fee (37 CFR 3.41) \$ 665.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

FINANCE SECTION JUN 21 AM 9:24

DO NOT USE THIS SPACE

9. Signature.

Eric A. Dichter

Name of Person Signing

Eric A. Dichter

Signature

7/17/03

Date

Total number of pages including cover sheet, attachments, and document: 5

07/22/2003 LINELLER 00000252 76204189

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

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40.00 DP 625.00 DP

TRADEMARK REEL: 002784 FRAME: 0107

**RECORDATION FORM COVER SHEET - PAGE TWO**

**PENDING APPLICATIONS**

<b>MARK</b>	<b>REGISTRATION NUMBER</b>	<b>FILING DATE</b>
KENEXA RECRUITER™*	76/204, 189	02 Feb 2001
KENEXA CAREER PERFORMANCE™	76/336,223	09 Nov 2001
KENEXA SURVEY SCORECARD™	76/336,222	09 Nov 2001
KENEXA INSIGHT™*	76/204,192	02 Feb 2001

**REGISTRATIONS**

BANCASE®	1,548,096	
BANKERS ARE BUYERS®	1,548,273	
BANKING IS BUSINESS®	1,652,055	
PROVE IT!®	2,144,575	17 Mar 1998
BANKING IS BUSINESS®	2,160,467	
PORTRAIT®	2,267,182	
TOUCHSCORE®	2,268,977	
PEOPLEQUEST®	2,268,978	
OPINIONQUEST® (Stylized)	2,319,121	
BANKERS ARE BUYERS®	2,417,161	
INTERVIEW BUILDER and Design®	2,603,491	
KENEXA® *	2,632,896	
WORLD OF INSURANCE®*	2,633,016	
MISCELLANEOUS DESIGN (PERSON FIGURE)®*	2,667,075	
KENEXA® (WITH DESIGN) *	2,672,926	
KENEXA CAREERTRACKER®*	2,672,952	
KENEXAEXT GENERATION SELLING®*	2,714,237	
KENEXA IMPROVEIT!®*	2,717,871	
KENEXA PROVE IT®*	2,722,104	
KENEXA HIRING FUNDAMENTALS®*	2,722,102	
KENEXA PHARMACEUTICAL FUNDAMENTALS®*	2,722,103	
KENEXA MINUTEMENTOR	2,725,618	

# NOTICE OF ASSIGNMENT FOR SECURITY

(Trademarks)

WHEREAS, KENEXA CORPORATION (the "**Assignor**") has adopted, used and is using the trademarks and service marks listed on the annexed Schedule A, which trademarks and service marks are registered or applied for in the United States Patent and Trademark Office (the "**Trademarks**");

WHEREAS, the Assignor has entered into a Trademark Security Agreement dated as of July 15, 2003 (the "**Security Agreement**") in favor of PNC Bank, National Association (the "**Assignee**");


WHEREAS, pursuant to the Security Agreement, the Assignor has granted to the Assignee a security interest in all right, title and interest of the Assignor in, to and under the Trademarks, together with the goodwill of the business symbolized by the Trademarks and the applications and restrictions thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof (all of the foregoing collectively, the "**Collateral**"), to secure the payment, performance and observance of the Obligations (as defined in the Security Agreement);

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, the Assignor does hereby grant to the Assignee a security interest in the Collateral to secure the prompt payment, performance and observance of the Obligations.

The Assignor does hereby further acknowledge and affirm that the rights and remedies of the Assignee with respect to the Collateral are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

IN WITNESS WHEREOF, the Assignor has caused this Notice of Assignment for Security to be duly executed by its officer thereunto duly authorized as of July 15, 2003.

KENEXA CORPORATION

By:   
Name: Donald Volk  
Title: Chief Financial Officer

STATE OF NEW YORK                    )  
  ) ss.:  
COUNTY OF NEW YORK                )

On this 15th day of July, 2003, before me personally came Donald Volk, to me known to be the person who executed the foregoing instrument, and who, being duly sworn by me, did depose and say that he is the Chief Financial Officer of Kenexa Corporation, a Pennsylvania corporation, and that he executed the foregoing instrument in the name of such corporation and that he/she had authority to sign the same, and he/she acknowledged to me that he/she executed the same as the act and deed of said corporation for the uses and purposes therein mentioned.

Constance Washington  
Notary Public

**CONSTANCE C. WASHINGTON**  
**Notary Public, State of New York**  
**No. 01CO4838262**  
**Qualified in Kings County**  
**Commission Expires February 10, 2004**

**SCHEDULE A TO ASSIGNMENT FOR SECURITY**

**(TRADEMARKS AND TRADEMARK APPLICATIONS)**

<b>MARK</b>	<b>REGISTRATION NUMBER</b>	<b>FILING DATE</b>	<b>EXPIRATION DATE</b>	<b>OWNER</b>
INTERVIEW BUILDER and Design®	2,603,491		08 Aug 2012	Kenexa Corporation
KENEXA® *	2,632,896		07 Jan 2013	Kenexa Corporation
KENEXA® (WITH DESIGN) *	2,672,926		07 Jan 2013	Kenexa Corporation
KENEXA CAREER PERFORMANCE™	76/336,223	09 Nov 2001		Kenexa Corporation
KENEXA CAREERTRACKER®*	2,672,952		07 Jan 2013	Kenexa Corporation
KENEXA HIRING FUNDAMENTALS®*	2,722,102		03 Jun 2013	Kenexa Corporation
KENEXA IMPROVEIT!®*	2,717,871		20 May 2013	Kenexa Corporation
KENEXA INSIGHT™*	76/204,192	02 Feb 2001		Kenexa Corporation
KENEXA MERGE™	ABANDONED	02 Feb 2001		Kenexa Corporation
KENEXA MINUTEMENTOR®	2,725,618		10 Jun 2013	Kenexa Corporation
KENEXAEXT GENERATION SELLING®*	2,714,237		06 May 2013	Kenexa Corporation
PEOPLEQUEST®	2,268,978		10 Aug 2009	Kenexa Corporation
KENEXA PHARMACEUTICAL FUNDAMENTALS®*	2,722,103		03 Jun 2013	Kenexa Corporation
KENEXA PORTFOLIO™	ABANDONED	02 Feb 2001		Kenexa Corporation
KENEXA PORTRAIT 360™	ABANDONED	02 Feb 2001		Kenexa Corporation
PORTRAIT®	2,267,182		03 Aug 2009	
KENEXA PROVE IT®*	2,722,104		03 Jun 2013	
PROVE IT!®	2,144,575	17 Mar 1998	17 Mar 2008	Kenexa Corporation
KENEXA RECRUITER™*	76/204, 189	02 Feb 2001		Kenexa Corporation
KENEXA SELECTOR™ *				Kenexa Corporation
KENEXA SURVEY SCORECARD™	76/336,222	09 Nov 2001		Kenexa Corporation
MISCELLANEOUS DESIGN (PERSON FIGURE)®*	2,667,075		24 Dec 2012	Kenexa Corporation
TOUCHSCORE®	2,268,977		10 Aug 2009	Kenexa Corporation
BANCASE®	1,548,096		18 Jul 2009	Kenexa Corporation
BANKING IS BUSINESS®	1,652,055		23 Jul 2011	Kenexa Corporation
BANKING IS BUSINESS®	2,160,467		26 May 2008	Kenexa Corporation
BANKERS ARE BUYERS®	1,548,273		18 Jul 2009	Kenexa Corporation
BANKERS ARE BUYERS®	2,417,161		02 Jan 2011	Kenexa Corporation
WORLD OF INSURANCE®*	2,633,016		08 Oct 2012	Kenexa Corporation
OPINIONQUEST® (Stylized)	2,319,121		15 Feb 2010	Kenexa Corporation

\* - European Community, Australia and Nebraska State Registration (1620031)