

FILED IN FULTON COUNTY SUPERIOR COURT  
ASSIGNMENT FOR BENEFIT OF CREDITORS

In re: : Deed of Assignment  
ChangeOne, Inc., :  
: Assignor  
Hays Assignee Services I, LLC :  
: Assignee

RECEIVED

JUN 05 2008  
CATHELENE ROBINSON, C.S.C.  
D.C.S.C. Fulton Co., Ga.

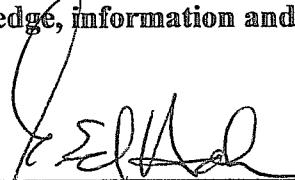
STATE OF GEORGIA  
COUNTY OF FULTON

AFFIDAVIT

Personally appeared before me, G. Ed Hahn, in his capacity of Chief Executive Officer of ChangeOne, Inc., a Delaware corporation ("Assignor"), who being duly sworn according to law, says on oath, with respect to that certain Deed of Assignment for Benefit of Creditors Agreement, dated as of the June 3, 2008, between Assignor and Hays Assignee Services I, LLC ("Assignee"), as follows:

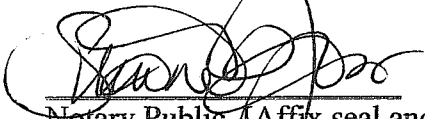
1. The assignment conveys all property held, claimed or owned by Assignor at the time of making the assignment;
2. All recitals and all estimates of totals and values therein and list of creditors are true to the best of Assignor's knowledge, information and belief;
3. The debts set out as due to preferred creditors are bona fide, just, due and unpaid; and
4. The assignment is not made for the purpose of hindering, delaying or defrauding creditors.

Under penalty or perjury, I swear that the above information is, to the best of my knowledge, information and belief, true, correct and complete.

Name:   
G. Ed Hahn  
Chief Executive Officer

Date: 6/3/08

Sworn to and subscribed  
Before me on June 3, 2008



Notary Public [Affix seal and  
State date of expiration of 9/11/11  
Commission]

State of Oregon  
County of Washington

