

06-27-2001

To the Honorable Commissioner of F



inal documents or copy thereof

1. Name of conveying party(ies):

101762021

Name of receiving party(ies):

Inscriber Technology Corporati

Name: Canadian Imperial Bank of Commerce

Individual(s)

06-07-2001

Internal Address:

General Partnership

U.S. Patent & TMO/TM Mail Rcpt Dt. #25

Street Address: 1 King Street East, Suite 200

Corporation-State Ontario, Canada

City: Kitchener State: ON ZIP: N2H 6N2

Other

Individual(s) citizenship

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

Association

3. Nature of conveyance:

Assignment

Merger

General Partnership

Security Agreement

Change of Name

Limited Partnership

Other

Corporation - Canada

Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

Execution Date: May 31, 2001

(Designations must be a separate document from assignment)

Additional name(s) & address(es) attached? Yes No

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

A. Trademark Application No.(s):

B. Trademark No.(s):

2,350,891
2,239,250

Additional numbers attached? Yes No

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

Name: D. Michael Bean

Internal Address: GOWLING LAFLEUR HENDERSON LLP

Street Address: 50 Queen Street North
Suite 1020
Kitchener, Ontario
Canada N2H 6M2

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3:41) \$65.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number: 501613

06/27/2001 LMUELLER 00000007 501613 2350891

DO NOT USE THIS SPACE

01 FC:481 40.00 CH
02 FC:482 25.00 CH

9. Statement and Signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

D. Michael Bean
Name of Person Signing

June 5, 2001
Date

Total number of pages comprising cover sheet: 1

CONFIRMATION OF GRANT OF SECURITY INTEREST

This will confirm that, pursuant to a General Security Agreement dated May 31, 2001 and an Intellectual Property Security Agreement dated May 31, 2001 (hereinafter collectively referred to as the "Agreement") between **INSCRIBER TECHNOLOGY CORPORATION** (hereinafter referred to as the "Borrower") whose full post office address is Inscriber Technology Corporation, 26 Pepllar Street, Waterloo, Ontario, Canada N2J 3C4 and **CANADIAN IMPERIAL BANK OF COMMERCE** (hereinafter referred to as the "Lender"), whose full post office address is Canadian Imperial Bank of Commerce - Knowledge Based Business, 1 King Street East, Suite 200, Kitchener, Ontario, Canada N2H 6N2, for good and valuable consideration, the receipt of sufficiency of which is hereby confirmed and acknowledged, the Borrower has granted to the Lender a security interest, lien and charge in all of the Borrower's right, title and interest in and to the trademarks, trademark registrations and trademark applications listed on Schedule A attached hereto the same to be held and enjoyed by the Lender, strictly subject to the terms of the Agreement.

EXECUTED at Kitchener, Ontario, this 31 day of May, 2001.

INSCRIBER TECHNOLOGY CORPORATION

By: _____

Name:

Title:

RANDY FOWLER
COO

SCHEDULE A

Description of Mark

Application/Serial Number

1. TITLE MOTION

2,350,891


2. VIDEO CARTE

2,239,250

L:\C\CIBC\529354\USPTO.Conf.Security.Int.doc

GOWLINGS

June 5, 2001


06-07-2001
U.S. Patent & TMOtc/TM Mail Rcpt Dt. #26Suite 1020
50 Queen Street North
Kitchener, Ontario
Canada N2H 6M2
Telephone (519) 576-6910
Facsimile (519) 576-6030
www.gowlings.com**BY COURIER**Assistant Commissioner for Trademarks
2900 Crystal Drive
Arlington, Virginia
22202-3513
USA**D. Michael Bean**
Direct (519) 575-7544
Direct Fax (519) 571-5044
michael.bean@gowlings.com
File No. K0529354**Attention: Assignment Division**

Dear Sir:

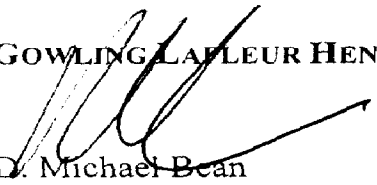
Re: United States Trademark Registrations
Trademarks: See Schedule "A" (attached to Confirmation of Grant of Security Interest)
Owner: Insciber Technology Corporation
Lendor: Canadian Imperial Bank of Commerce

Pursuant to a General Security Agreement, dated May 31, 2001, and an Intellectual Property Security Agreement, dated May 31, 2001, Insciber Technology Corporation has granted to the Canadian Imperial Bank of Commerce a security interest in the trade-marks set out in Schedule "A" to the Confirmation of Grant of Security Interest (attached hereto).

Enclosed is a Recordation Form Cover Sheet, along with the Confirmation of Grant of Security. Please register these documents with respect to each of the trade-mark files in the attached Schedule "A" and forward the notice of recordation to us at your earliest convenience.

Please charge our Deposit Account No. 501613 in the amount of \$65.00 to cover the prescribed fee. The Commissioner is hereby authorized to charge any additional fees which may be required, or credit any overpayment to Deposit Account No. 501613.

Yours very truly,

GOWLING LAFLEUR HENDERSON LLP
D. Michael Bean

DMB:bb

Enclosure

GOWLINGS

06-07-2001

U.S. Patent & TMOtc/TM Mail Rcpt Dt. #26

June 5, 2001

Suite 1020
50 Queen Street North
Kitchener, Ontario
Canada N2H 6M2
Telephone (519) 576-6910
Facsimile (519) 576-6030
www.gowlings.com

BY COURIER

Assistant Commissioner for Trademarks
2900 Crystal Drive
Arlington, Virginia
22202-3513
USA

D. Michael Bean
Direct (519) 575-7544
Direct Fax (519) 571-5044
michael.bean@gowlings.com
File No. K0529354

Attention: Assignment Division

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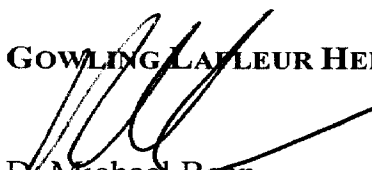
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GOWLING LAFLEUR HENDERSON LLP
D. Michael BeanDMB:bb
Enclosure