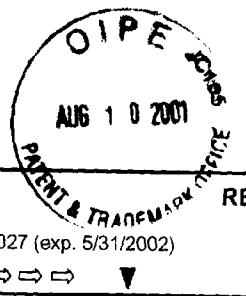


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S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

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

1. Name of conveying party(ies):
Unilock Limited

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

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

2. Name and address of receiving party(ies)
Name: Hengestone Holdings Inc.
Internal
Address:
Street Address: 287 Armstrong Avenue
City: Georgetown State: Ontario Zip: L7G 4X6
Canada
 Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation-State Delaware, U.S.A.
 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

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other
 Execution Date: June 12, 2001

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s)
 75/769618; 75/653474; 75/888231; 75/888232; 76/060858
 76/222655; 75/844662; 76/257141; 76/202775; 76/060859
 B. Trademark Registration No.(s)
 1319388

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 SWABEY OGILVY RENAULT
 Name:
 Internal Address: Attention: Paul J. Field
 Street Address: 77 King Street West
 Suite 2100
 City: Toronto State: Ontario Zip: M5K 1H1 Canada

6. Total number of applications and registrations involved: 11

7. Total fee (37 CFR 3.41) \$ 290.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
 (Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

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.
 Paul J. Field
 Name of Person Signing
 Signature
 Date: 06 August 2001

Total number of pages including cover sheet, attachments, and document: 3

08/16/2001 DBYRNE 00000031 75769618

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

01 FC:481
 12 FC:482
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TRADEMARK
 REEL: 2349 FRAME: 0924

United States

ASSIGNMENT

WHEREAS, **Unilock Ltd.** (hereinafter called the "Assignor") is the owner of the trade-mark applications and registrations indicated on the attached Schedule;

AND WHEREAS, **Hengestone Holdings, Inc. (a Delaware Corporation)** having its principal office and place of business at **287 Armstrong Avenue, Georgetown, Ontario, L7G 4X6, Canada**, (hereinafter called the "Assignee") is desirous of acquiring the rights to said trade-mark applications and registrations thereof in United States.

NOW, THEREFORE, these presents witness that for the sum of one dollar (\$1.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, the Assignor has assigned and transferred and by these presents does assign and transfer unto the Assignee all rights, title and interest of the Assignor in and to the trade-mark applications and registration indicated in Schedule "A" in the United States, together with the goodwill attached thereto, the same to be held and enjoyed by the Assignee, its successors and assigns as fully and entirely as said assigned interest could have been held and enjoyed by the Assignor if the said Assignment and sale had not been made.

EXECUTED at Georgetown, Ontario, Canada, this 12 day of June, 2001

Unilock Ltd.

By:

Name:

Title:

JOSEPH KERR

VICE PRESIDENT

14090-TM Assignment_US