

# RECORDATION FORM COVER SHEET TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

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

1. Name of conveying party(ies):  
**SQLIAISON INC.**

Individual(s)                       Association  
 General Partnership               Limited Partnership  
 Corporation - Canada  
 Other \_\_\_\_\_

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

2. Name and address of receiving party(ies):  
**NATIONAL BANK OF CANADA  
600 de la Gauchetiere Street West  
Montreal, Quebec, H3B 4L2  
Canada**

Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation - Canada  
 Other \_\_\_\_\_

Domestic representative is attached:  Yes  No  
Additional name(s) & address(es) attached?  Yes  No

3. Nature of conveyance:

Assignment                       Merger  
 Security Agreement               Change of Name  
 Other - Security Interest

Execution Date: June 23, 2003

4. (A.) Trademark Application No.(s)

Additional numbers attached?  Yes  No

4. (B.) Trademark Registration No.(s)  
**2606379**

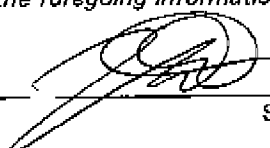
5. Correspondence should be mailed to:  
**VICTOR M. TANNENBAUM  
ABELMAN, FRAYNE & SCHWAB  
150 East 42nd Street  
New York, New York 10017**

6. Total number of applications and registrations involved:..... **1**

7. Total fee (37 CFT 3.41): ..... \$ **40.00**  
 Enclosed  
(The said Deposit Account should be charged for any official fee not fully covered by the enclosed check)  
 Authorized to be charged to deposit account  
Deposit account number: **01-0035**  
(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

8. 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.*

**VICTOR M. TANNENBAUM**                                            **7/17/03**  
Name of Person Signing                      Signature                      Date

Total number of pages comprising cover sheet, attachments and documents: **3**

CH \$40.00 010035 2606379

**SCHEDULE**

**DEED OF HYPOTHEC (SECURITY INTEREST)**

**DATE:**

June 23, 2003

**PARTIES:**

**NATIONAL BANK OF CANADA**, a corporation duly constituted under the *Bank Act*, (Canada), having its head office at 600 de la Gauchetière Street West, in the city of Montreal, province of Quebec, H3B 4L2, Canada, as creditor.

**SOLIAISON INC**, a company incorporated under Part 1A of the Companies Act, (Quebec), having its head office at 9900, Cavendish Boulevard, Bureau 200, city of St-Laurent, province of Quebec H4M 2V2 Canada, as debtor.

**HYPOTEC (SECURITY INTEREST):**

For good and valuable consideration, the debtor hypothecates in favor of the creditor the hereinafter mentioned personal property. This hypothec is granted for a sum of Canadian \$300,000 at 25% interest per year.

**OBLIGATION SECURED:**

This hypothec is granted to secure all obligations of the debtor towards the creditor resulting from the following credits and any amendment, renewal, replacement or restatement thereof:

- (a) an operating credit facility for an amount of Canadian \$250,000 described in a financing letter dated May 27, 2003 and accepted on May 28, 2003.
- (b) any other obligations, present or future, direct or indirect, of the debtor towards the creditor.

CENTRE HIGH TECH.


Fax:5143948043

**PERSONAL PROPERTY SECURED:**

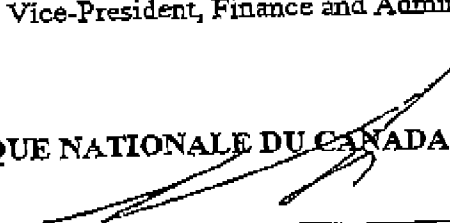
Among other things, the following registered trademark in the United States:

Owner:	SQLiaison Inc.
Trademark:	FELLOW DSS
Registration number:	2,606,379

**SQLIAISON INC.**

Per:   
 Name: Réjean Godin  
 Title: Vice-President, Finance and Administration

**BANQUE NATIONALE DU CANADA**

Per:   
 Name: ERIC ST-LOUIS  
 Title: SENIOR ACCOUNT MANAGER.