

FORM PTO-1594
(Rev. 10/02)
OMB No. 0651-0027 (exp. 6/30/2005)
M&G 07287.00000001 (JLS)

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
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):

Shred-It Canada Corporation, Inc.

Individuals 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):

CIBC Capital Partners, a division of Canadian Imperial Bank of
Commerce
BCE Place
161 Bay Street
8th Floor
Toronto, Ontario M5J 2S8

Individual(s) citizenship Association
 General Partnership Limited Partnership
 Corporation-
 Other: Division of Canadian Imperial Bank of Commerce

If assignee is not domiciled in the United States, a domestic representative designation is attached:
 Yes No
(Designations must be 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: 12/17/2004

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

A. Trademark Application No.(s)/ Mark(s)

76476609 SECURIT

B. Trademark Reg. No.(s)/Mark(s)

1890271 SHRED-IT & design; 2084571 SHRED-CO & design; 2329832
DONE RIGHT ON SITE; 2379173 DOCUMENT
DESTRUCTION.DONE RIGHT.ON SITE; 2399485 OUR BUSINESS
IS TO ENSURE NO ONE KNOWS YOURS; 2818123 ARTECH &
design; 2854538 ARTECH REDUCTION TECHNOLOGIES

5. Name and address of party to whom correspondence
concerning document should be mailed:
Name: Andrew Ehard, Esq.
Address: MERCHANT & GOULD P.C.
P.O. Box 2910
Minneapolis, MN 55402-0910

6. Total number of applications and trademarks involved: 8
7. Total fee (37 CFR 3.41): \$215.00
 Enclosed
 Authorized to be charged to deposit account
8. Please charge any additional fees or credit any
overpayments to our Deposit account number: 13-2725

DO NOT USE THIS SPACE

9. Signature:

Andrew Ehard
Name of Person Signing


Signature

02/04/05
Date

Total number of pages including cover sheet, attachments, and document: 6

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Director of the United States Patent and Trademark Office
Washington, D.C. 20231

CH \$215.00 132725 76476609

**CONFIRMATION OF SECURITY INTEREST
IN INTELLECTUAL PROPERTY**

RECITALS:

- A. Shred-It Canada Corporation Inc. (the "Debtor"), an Ontario corporation with offices at 2794 South Sheridan Way, Oakville, Ontario, L6J 7T4 is the owner of the trade-marks set forth in Exhibit "A", the registrations and applications for the trade marks identified therein and the underlying goodwill of said trade marks (collectively, the "Trade-Marks"); and
- B. CIBC Capital Partners, a division of Canadian Imperial Bank of Commerce, in its capacity as administrative agent of certain lenders (in such capacity, the "Administrative Agent"), with offices at BCE Place, 161 Bay Street, 8th Floor, Toronto, Ontario, M5J 2S8, has entered into an agreement with the Debtor, as reflected by a separate document entitled "Trade Mark Security Agreement" dated December 17, 2004 made by the Debtor in favour of the Administrative Agent (the "Security Agreement") by which the Debtor granted to the Administrative Agent a security interest in certain property, including the Trade-Marks, in consideration of, *inter alia*, the provision of credit facilities by said lenders in favour of the Debtor.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are acknowledged and in accordance with the terms and obligations set forth in the Security Agreement, the Debtor confirms the grant to the Administrative Agent of a security interest in and to the Trade-Marks.

DATED at Toronto this 17th day of December, 2004.

SHRED-IT CANADA CORPORATION INC.

By: 

Authorized Signing Officer

DATED at Toronto on this 17th day of December, 2004, before me appeared and the person who signed this instrument, who acknowledged that he/she signed it as a free act on his/her behalf or on behalf of the corporation identified and referred to herein as the Debtor.


Signature of Notary Public

Feb-03-05 12:13pm From:Facken Martineau DuMoulin

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EXHIBIT A
INTELLECTUAL PROPERTY

CANADIAN REGISTRATIONS:

<u>Trade Mark</u>	<u>Registration No.</u>	<u>Date of Registration</u>
SHRED-IT LOGO	TMA430632	July 22, 1994
ARTECH & Design	TMA602633	February 18, 2004
ARTECH REDUCTION TECHNOLOGIES	TMA598702	January 7, 2004

CANADIAN APPLICATIONS:

<u>Trade Mark</u>	<u>Application No.</u>	<u>Date of Filing</u>	<u>Status</u>
SECURIT	1147221	July 18, 2002	Approved February 27, 2004.
SECURIT & Design service mark	1184016	July 9, 2003	Filing receipt received.
ARTECH	1235462	October 21, 2004	Filing receipt received.
ARTECH REDUCTION TECHNOLOGIES	1232412	October 21, 2004	Filing receipt received.
THINKING BEYOND THE BOX	1233412	September 28, 2004	Filing receipt received.

Feb-03-05 12:14pm From:Fecken Martineau DuMoulin

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AMERICAN REGISTRATIONS:

<u>Trade Mark</u>	<u>U.S. Registration No.</u>	<u>Date of Registration</u>
SHRED-IT & Design service mark	1890271	April 18, 1995
SHRED-CO & Design service mark	2084571	June 30, 1995
DONE RIGHT. ON SITE service mark	2329832	March 14, 2000
DOCUMENT DESTRUCTION.DONE. RIGHT.ON SITE service mark	2379173	August 22, 2000
OUR BUSINESS IS TO ENSURE NO ONE KNOWS YOURS service mark	2399485	October 31, 2000
ARTECH & Design service mark	2818123	February 24, 2004

AMERICAN APPLICATIONS:

<u>Trade Mark</u>	<u>Application No.</u>	<u>Date of Filing</u>	<u>Status</u>
SECURIT	76/476,609	December 18, 2002	Application was erroneously abandoned by the Examiner on February 17, 2004. Examiner was notified on March 12, 2004 and the application will be revived.
ARTECH REDUCTION TECHNOLOGIES	76/411,517	May 28, 2002	Opposition period ended. Notice of Allowance issued. Issue fee paid on February 24, 2004.

Feb-03-05 12:14pm From-Faeken Martineau DuMoulin

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SECURIT & Design 76/543,164
service mark

September 8,
2003

Newly filed application, not
yet assigned to Examining
attorney.

WORLDWIDE REGISTRATIONS:

<u>Jurisdiction</u>	<u>Trade Mark</u>	<u>Registration No.</u>	<u>Date of Registration</u>
France	SHRED-IT & DEVICE	98/725962	April 1, 1998
Germany	SHRED-IT & DEVICE	39819506	April 6, 1998
Europe	SHRED-IT & DEVICE	000180026	April 1, 1996
Benelux	SHRED-IT & DEVICE	568434	March 8, 1995
Taiwan	SHRED-IT	187195	September 16, 2003
Singapore	SHREDIT	T02/04444A	April 5, 2002
Singapore	SHRED-IT & DEVICE	T02/044401	April 5, 2002
United Arab Emirates	SHRED-IT LOGO	40969	September 22, 2002
United Arab Emirates	SHRED-IT LOGO	39952	September 22, 2002
United Arab Emirates	SHRED-IT LOGO	39953	September 22, 2002
United Arab Emirates	SHRED-IT LOGO	40986	September 22, 2002
United Arab Emirates	SHRED-IT LOGO (ARABIC)	40985	September 22, 2002
United Arab Emirates	SHRED-IT LOGO (ARABIC)	39909	September 22, 2002
United Arab Emirates	SHRED-IT LOGO (ARABIC)	39910	September 22, 2002
United Arab Emirates	SHRED-IT LOGO (ARABIC)	40987	September 22, 2002
South Korea	SHRED-IT	76556	June 19, 2002

Ter #: 1468406.2

TRADEMARK
REEL: 003023 FRAME: 0913

Feb-09-05 12:15pm From-Faeken Martineau DuMoulin

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Europe	ARTECH REDUCTION TECHNOLOGIES	002968345	December 10, 2002
Europe	SECURIT	002969368	December 11, 2002

WORLDWIDE APPLICATIONS:

<u>Jurisdiction</u>	<u>Trade Mark</u>	<u>Application No.</u>	<u>Date of Filing</u>
South Korea	SHREDIT	41-2002-4554	March 4, 2002
Hong Kong	SHRED-IT LOGO	2002/10797	July 15, 2002

Certain trademarks of the Debtor are licensed to franchisees pursuant to the terms of the Franchise Agreement for North American Franchisees and the Franchise Offering Circular.

Tor #: 14684062

RECORDED: 02/04/2005

TRADEMARK
REEL: 003023 FRAME: 0914