

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	09/13/2005

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Kenna Holdings Inc.		09/13/2005	CORPORATION: CANADA

RECEIVING PARTY DATA

Name:	Kenna Group Inc.
Street Address:	1000-90 Burnhamthorpe Road West
City:	Mississauga, Ontario
State/Country:	CANADA
Postal Code:	L5B 3C3
Entity Type:	CORPORATION: CANADA

PROPERTY NUMBERS Total: 2

Property Type	Number	Word Mark
Serial Number:	78676504	AGPRO
Registration Number:	2698883	KENNA

CORRESPONDENCE DATA

Fax Number: (216)241-0816
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 216.622.8854
 Email: ipdocket@calfee.com
 Correspondent Name: Raymond Rundelli
 Address Line 1: 800 Superior Avenue
 Address Line 2: Suite 1400
 Address Line 4: Cleveland, OHIO 44114-2688

DOMESTIC REPRESENTATIVE

Name:

CH \$65.00 78676504

Address Line 1:

Address Line 2:

Address Line 3:

Address Line 4:

NAME OF SUBMITTER:

Raymond Rundelli

Signature:

/Raymond Rundelli/

Date:

09/30/2005

Total Attachments: 2

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The Corporations Act
 Loi sur les corporations
ARTICLES OF AMALGAMATION (share capital)
STATUTS DE FUSION (avec capital-actions)



The Corporations Act /
 Loi sur les corporations

CERTIFICATE / CERTIFICAT

ARTICLES EFFECTIVE /

LES STATUTS PRENNENT EFFET LE

13 SEP SEP 2005

Michael
 DIRECTOR, CORPORATIONS BRANCH /
 DIRECTEUR, SECTION DES CORPORATIONS

1. Name of Amalgamated Corporation / Dénomination de la corporation de la fusion

KENNA GROUP INC.

2. The address in full of the registered office (include postal code)
 Adresse complète du bureau enregistré (inclure le code postal)

1700 -- 360 Main Street
 Winnipeg, MB R3C 3Z3

3. Number (or minimum and maximum number) of directors
 Nombre (ou nombre minimal et maximal) d'administrateurs

Minimum of one (1); Maximum of ten (10)

4. Directors / Administrateurs

Name in full / Nom complet	Address in full / Adresse complète
WILLIAM SCURFIELD	26 Swindon Way Winnipeg, MB R3P 0T6
ROBERT SPROULE	530 River Avenue Winnipeg, MB R3L 0E2

5. The classes and any maximum number of shares that the corporation is authorized to issue
 Catégories et tout nombre maximal d'actions que la corporation est autorisée à émettre

The Corporation is authorized to issue six classes of shares: Voting Common Shares; Non-voting Common Shares; Class A Shares; Class B Shares; Class C Shares; and Class D Shares. The shares of each class may be issued in unlimited numbers, for unlimited consideration.

6. The rights, privileges, restrictions and conditions attaching to the shares, if any
Droits, privilèges, restrictions et conditions dont les actions sont assorties, s'il y a lieu

As set forth in Schedule "I" attached hereto.

7. Restrictions, if any, on share transfers / Restrictions au transfert des actions, s'il y a lieu

No share of the Corporation shall be transferred without the consent of a majority of the Directors of the Corporation expressed by written instrument. For purposes of greater certainty, such restriction shall not apply to any redemption by the Corporation of its Class A Shares, Class B Shares, Class C Shares or Class D Shares.

8. Restrictions, if any, on business the corporation may carry on
Limites imposée quant à l'entreprise que la corporation peut exercer, s'il y a lieu

Not applicable.

9. Other provisions, if any /Autre dispositions, s'il y a lieu

As set forth in Schedule "II" attached hereto.

10. The amalgamation agreement has been duly approved in accordance with section 177 of *The Corporations Act*.

La convention de fusion a été dûment approuvée en conformité avec l'article 177 de la *Loi sur les corporations*.

OF
~~The amalgamation has been duly approved in accordance with section 178 of *The Corporations Act*. These articles of amalgamation are the same as the articles of incorporation of (name the designated amalgamating corporation).~~

OU
La fusion a été dûment approuvée en conformité avec l'article 178 de la *Loi sur les corporations*. Les présents statuts de fusion sont les mêmes que les statuts constitutifs de (nommer la corporation fusionnante désignée).

11. Name of the amalgamating corporation the by-laws of which are to be the by-laws of the amalgamated corporation
Dénomination de la corporation fusionnante dont les règlements doivent être les règlements de la corporation issue de la fusion.

KENNA GROUP INC.

12. Names of Amalgamating Corporations Dénomination des corporations fusionnantes	Signature Signature	Office Held Poste	Date Date	Business Number Numéro d'entreprise
SCHACK INVESTMENT CORPORATION 315 2928	X [Signature]	President	Sept. 13, 2005	886443340MC001
GLENWIL LIMITED 4568347	X [Signature]	President	Sept. 13, 2005	863789855MC0001
EXCAP LIMITED 4564033	X [Signature]	President	Sept. 13, 2005	862340262MC0001
KENNA HOLDINGS INC. 2819334	X [Signature]	President	Sept. 13, 2005	135587467MC0001
KENNA GROUP INC. 4602782	X [Signature]	President	Sept. 13, 2005	885906925MC0001

Instructions: The statutory declarations required by subsection 179(2) shall accompany these articles of amalgamation. It is not necessary to file the amalgamation agreement.

Directives: Les déclarations solennelles prévues au paragraphe 179(2) doivent accompagner les statuts de fusion. Il n'est pas nécessaire de déposer la convention de fusion.

FORM 11 / FORMULE 11

OFFICE USE ONLY / RÉSERVÉ À L'ADMINISTRATION

Corporation Number / N° de la corporation

5172152

Business Number / Numéro d'entreprise: