

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Longview Solutions Inc.		12/07/2005	CORPORATION: CANADA

RECEIVING PARTY DATA

Name:	Fund 321 Limited Partnership
Doing Business As:	DBA Wellington Financial Fund II
Street Address:	161 Bay Street
Internal Address:	Suite 2520
City:	Toronto, Ontario
State/Country:	CANADA
Postal Code:	M5J 2S1
Entity Type:	LIMITED PARTNERSHIP: CANADA

PROPERTY NUMBERS Total: 6

Property Type	Number	Word Mark
Registration Number:	2800929	IGNITING THE POWER OF FINANCE
Registration Number:	2194588	KHALIX
Registration Number:	2138312	LONGVIEW
Registration Number:	2985239	LONGVIEW SOLUTIONS
Registration Number:	2840926	LRAL
Serial Number:	78310606	ROI: RETURN ON INTEGRITY

CORRESPONDENCE DATA

Fax Number: (215)981-4750
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 2159814714
 Email: schwartzme@pepperlaw.com
 Correspondent Name: Mindy Ellis Schwartz, Esquire
 Address Line 1: Eighteenth & Arch Streets

OP \$165.00 2800929

Address Line 2: 3000 Two Logan Square
Address Line 4: Philadelphia, PENNSYLVANIA 19103-2799

ATTORNEY DOCKET NUMBER: 120150.4

DOMESTIC REPRESENTATIVE

Name: Pepper Hamilton LLP
Address Line 1: Eighteenth & Arch Streets
Address Line 2: 3000 Two Logan Square
Address Line 4: Philadelphia, PENNSYLVANIA 19103-2799

NAME OF SUBMITTER: Mindy Ellis Schwartz

Signature: /mindyellisschwartz/

Date: 12/12/2005

Total Attachments: 2
source=longview solutions_security interest#page1.tif
source=longview solutions_security interest#page2.tif

CONFIRMATION OF SECURITY INTEREST IN INTELLECTUAL PROPERTY

WHEREAS:

Longview Solutions Inc. (the "**Debtor**"), a Canadian corporation amalgamated and existing under the laws of Canada with offices at 65 Allstate Parkway, Suite 200, Markham, Ontario L3R 9X1, is the owner of the trade-marks set forth in Exhibit A hereto, the registrations and applications for the trade-marks identified therein and the underlying goodwill associated with such trade-marks (collectively, the "**Trade-Marks**"); and

Fund 321 Limited Partnership, carrying on business as Wellington Financial Fund II (the "**Secured Creditor**"), with offices at 161 Bay Street, Suit 2520, Toronto, Ontario M5J 2S1, has entered into an agreement with the Debtor, as reflected by a separate document entitled the "**Security Agreement**" dated as of the 7th day of December, 2005 by which the Debtor granted to the Secured Creditor, a security interest in certain property, including the Trade-Marks and all proceeds thereof, including, without limitation, any and all past, present and future causes of action which may exist by reason of infringement thereof (the "**Collateral**");

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 Secured Creditor of a security interest in and to the Collateral.

Longview Solutions Inc. does hereby further acknowledge and affirm that the rights and remedies of Secured Creditor with respect to the security interest in the Collateral made and granted hereby are fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

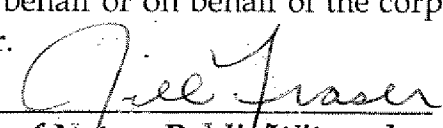
DATED at Toronto on this 7th day of December, 2005.

LONGVIEW SOLUTIONS INC.

Per: 

Authorized Signing Officer

DATED at Toronto on this 7th day of December, 2005, before me appeared and the person who signed this instrument, who acknowledged that he signed it as a free act on his behalf or on behalf of the corporation identified and referred to herein as the Debtor.


[Signature of Notary Public/Witness]

**EXHIBIT A
TRADE-MARKS**

TRADEMARK	TRADEMARK STATUS	APPL. NUMBER	REG. NUMBER
IGNITING THE POWER OF FINANCE	Registered	76/326779	2800929
KHALIX	Registered	75/144837	2194588
LONGVIEW	Registered	75/142985	2138312
LONGVIEW SOLUTIONS	Registered	78/395896	2985239
LRAL	Registered	76/356477	2840926
ROI: RETURN ON INTEGRITY	Pending	78/310606	-

::ODMA\PCDOCS\DOCS\1987916\3