

08-18-2005

Form PTO-1594 (Rev. 07/05)
OMB Collection 0651-0027 (exp. 6/30/2008)

DEPARTMENT OF COMMERCE
Patent and Trademark Office



RECORDA
TRAC

103064427

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies):

Cydcor U.S.A., Inc.

- Individual(s)
- General Partnership
- Corporation- State: New York
- Other _____
- Association
- Limited Partnership

Citizenship (see guidelines) U.S.A.

Additional names of conveying parties attached? Yes No

3. Nature of conveyance /Execution Date(s) :

Execution Date(s) July 22, 2005

- Assignment
- Security Agreement
- Other _____
- Merger
- Change of Name

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: Cydcor Limited

Internal

Address: 155 Gordon Baker Road, Suite 212

Street Address: (same as above)

City: Willowdale

State: Ontario

Country: Canada Zip: M2H 3N5

Association Citizenship _____

General Partnership Citizenship _____

Limited Partnership Citizenship _____

Corporation Citizenship Canada

Other _____ Citizenship _____

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)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,896,691; 2,866,235

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

CYDCOR
CYDCOR (Stylized Design)

5. Name & address of party to whom correspondence concerning document should be mailed:

Name: Mitchell P. Brook, Esq.

Internal Address: Luce, Forward, Hamilton & Scripps LLP

Street Address: 11988 El Camino Real, Suite 200

City: San Diego

State: California Zip: 92130

Phone Number: (858) 720 - 6300

Fax Number: (858) 720 - 6306

Email Address: mbrook@luce.com

6. Total number of applications and registrations involved:

two (2)

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 80.00

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number _____
Authorized User Name _____

9. Signature:

Signature

Mitchell P. Brook (Reg. No. 32,967)

Name of Person Signing

8/12/05

Date

Total number of pages including cover sheet, attachments, and document: 4

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

08/17/2005 ECOOPER 00000040 2896691

01 FC:8521

02 FC:8522

40.00 OP
25.00 OP

TRADEMARK
REEL: 003209 FRAME: 0712

Refund Ref: 08/17/2005 ECOOPER 0000146641
CHECK Refund Total: \$15.00

8-15-05

ASSIGNMENT OF TRADEMARK RIGHTS

Cydcor U.S.A., Inc., a New York corporation with offices at 30699 Russell Ranch Road Suite 210, Westlake Village, California 91362 ("Assignor"), is the owner of the marks identified in Exhibit "A" attached hereto and fully incorporated herein ("Trademarks"). Assignor desires to sell, transfer and assign to Cydcor Limited, an Ontario corporation with offices at 155 Gordon Baker Road, Suite 212, Willowdale, Ontario, M2H 3N5 ("Assignee") all right, title and interest in and to Trademarks and to the trademark applications and registrations with the United States Patent and Trademark Office and other international registries owned by Assignor and listed on Exhibit "A" ("Trademark Registrations").

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby irrevocably assigns, transfers and conveys to Assignee all of Assignor's worldwide right, title and interest in and to the Trademarks, the Trademark Registrations (and all renewals and extensions thereof), together with the goodwill of the business associated with or symbolized by the Trademarks and Trademark Registration, and all rights to profits, damages and other relief for any past, present and future infringement of the Trademarks or Trademark Registrations, and the right to sue and collect the same for Assignee's own use and benefit and the benefit of Assignee's successors, assigns, or legal representatives.

Assignor hereby irrevocably appoints Assignee as its attorney-in-fact coupled with an interest to act in Assignor's name, place and stead to execute, deliver and record any documents or instruments of assignment or otherwise required in any country in which any of the Trademarks or Trademark Registrations are pending or issued, or in which Assignee desires to seek protection for the Trademarks or Trademark Registrations. Assignor hereby represents and warrants that it has not previously assigned, transferred, pledged, liened or otherwise encumbered any of the Trademarks or Trademark Registrations or taken any other action which would conflict with this Assignment.

IN WITNESS WHEREOF, Assignor has executed this Assignment Of Trademark Rights effective as of April 20, 2005.

Cydcor U.S.A., Inc.

By: Ron Nathanson

Name: Ron Nathanson

Title: CFO

EXHIBIT "A"

REGISTERED TRADEMARKS

Mark	Serial No. (Reg. No.)	Country
CYDCOR	76/505,021 (2,896,691)	United States
CYDCOR (<i>Design</i>)	76/504,237 (2,866,235)	United States
CYDCOR	003392495	European Union (CTM)
CYDCOR	1,191,613	Canada
CYDCOR	972908 (972908)	Australia
CYDCOR	622624 (839635)	Mexico

COMMON LAW TRADEMARKS:

CYDCOR

ALL-PURPOSE ACKNOWLEDGMENT

STATE OF CALIFORNIA)
COUNTY OF ~~SAN DIEGO~~) Los Angeles

On July 22, 2005 before me, Traci Wood, Notary Public,
Date Name, Title of Officer, e.g., "Jane Doe, Notary Public"

personally appeared Ron Nathanson
Name(s) of Signer(s)

personally known to me - OR - proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

Witness my hand and official seal.

Traci Wood
Signature of Notary

CAPACITY CLAIMED BY SIGNER

- INDIVIDUAL(S)
- CORPORATE OFFICER(S) _____ Title(s)
- PARTNER(S)
- ATTORNEY-IN-FACT
- TRUSTEE(S)
- SUBSCRIBING WITNESS
- GUARDIAN/CONSERVATOR
- OTHER: _____

SIGNER IS REPRESENTING:

Name of Person(s) or Entity(ies)

ATTENTION NOTARY: Although the information requested below is OPTIONAL, it could prevent fraudulent attachment of this certificate to unauthorized document.

THIS CERTIFICATE MUST BE ATTACHED TO THE DOCUMENT DESCRIBED AT RIGHT:

Title or Type of Document: Assignment Of Trademark Rights
Number of Pages: 2 Date of Document: April 20, 2005
Signer(s) Other Than Named Above: _____

