

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

U.S. DEPARTMENT OF COMMERCE  
United States Patent and Trademark Office

### RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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):**

Orenda Corporate Finance Ltd.

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

Citizenship (see guidelines) \_\_\_\_\_

Additional names of conveying parties attached?  Yes  No

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

Execution Date(s) \_\_\_\_\_

- Assignment
- Security Agreement
- Other see attached explanation
- Merger
- Change of Name

**2. Name and address of receiving party(ies)**

Additional names, addresses, or citizenship attached?  Yes  No

Name: Ernst & Young Orenda Corporate Finance Inc.

Internal Address: \_\_\_\_\_

Address: \_\_\_\_\_

Street Address: 222 Bay St.

City: Toronto, ON M5K 1J7

State: \_\_\_\_\_

Country: Canada Zip: \_\_\_\_\_

- 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)

2,334,073 and 2,330,475

Additional sheet(s) attached?  Yes  No

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

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

Name: Dorothy C. Alevizatos

Internal Address: \_\_\_\_\_

Street Address: 237 Park Avenue

City: New York

State: New York Zip: 10017

Phone Number: 212-880-6000

Fax Number: 212-682-0200

Email Address: trademark@torlys.com

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

2

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

- 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 502793

Authorized User Name Dorothy C. Alevizatos

**9. Signature**

[Signature]  
Signature

Feb. 8, 2006  
Date

Dorothy C. Alevizatos

Name of Person Signing

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

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

## CONFIRMATORY TRADEMARK ASSIGNMENT

THIS CONFIRMATORY TRADEMARK ASSIGNMENT is made and entered into as of August 31, 2005, between Orenda Corporate Finance Ltd., an Ontario corporation, with its principal place of business located at Canada Trust Tower, BCE Place, 161 Bay Street, Suite 4220, Toronto, ON M5J 2S1 (hereinafter "Assignor"), and Ernst & Young Orenda Corporate Finance Inc., a Canadian corporation, with its principal place of business located at 222 Bay St., 31st Floor, Toronto, ON M5K 1J7 (hereinafter "Assignee").

WHEREAS, pursuant to the Asset Purchase Agreement dated July 14, 2004, between Assignor and Assignee (hereinafter "Purchase Agreement"), Assignor agreed, inter alia, to sell, convey, assign, transfer and deliver to Assignee the trademarks on the attached Schedule A (hereinafter "Trademarks").

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties agree as follows:

1. Assignor is the owner of the Trademarks.
2. Assignor hereby irrevocably sells, assigns, transfers and conveys unto said Assignee, its successors and assigns, the entire right, title and interest in and to the Trademarks, the goodwill symbolized thereby, the business associated therewith, which business is ongoing and existing, the United States Trademark Registrations therefor, and all of Assignor's rights, if any, to sue for or make claims with respect to any past, present or future infringement of the Trademarks
3. It is expressly understood that this Agreement is not intended in any manner to supersede, amend, modify, enlarge or limit any of the provisions contained in the Purchase Agreement. In the event of any conflict between a provision hereof and a provision of the Purchase Agreement, the provision of the Purchase Agreement shall prevail.

IN WITNESS WHEREOF, each of the parties has executed this Confirmatory Trademark Assignment as of the date first written above.

Assignor:

Orenda Corporate Finance Ltd.

  
Name: David Dunkin

Title: President

Assignee:

Ernst & Young Orenda Corporate Finance Inc.

  
Name: Doris S. Stamm

Title: Secretary

**SCHEDULE A**

<b>TRADEMARK</b>	<b>U.S. TRADEMARK REGISTRATION NO.</b>
ORENDA (Stylized)	2,334,073
ORENDA CORPORATE FINANCE	2,330,475

**Explanation**  
Attachment to Recordation Form Cover Sheet

corrective assignment, correcting Assignee's name from Ernest & Young  
Orenda Corporate Finance Inc. to Ernst & Young Orenda Corporate Finance  
Inc., see Reel/Frame 3159/0141.

Form TTD-1284 (Rev. 07/03)  
Case Collection 0201-0207 (Rev. 07/2004)

12/19/2005

700231748

U.S. DEPARTMENT OF COMMERCE  
United States Patent and Trademark Office

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1. Name of conveying party(ies):  
**Orenda Corporate Finance Ltd.**

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

Citizenship (see guidelines) \_\_\_\_\_  
 Additional names of conveying parties attached?  Yes  No

2. Name and address of receiving party(ies)  Yes  
 Additional names, addresses, or alternate offices?  No

Name: **Ernst & Young Orenda Corporate  
 Finance Inc.**  
 Address: \_\_\_\_\_  
 Street Address: **222 Bay St.**  
 City: **Toronto, ON M5K 1J7**  
 State: \_\_\_\_\_  
 Country: **Canada** Zip: \_\_\_\_\_

Amended Citizenship \_\_\_\_\_  
 General Partnership Citizenship \_\_\_\_\_  
 Limited Partnership Citizenship \_\_\_\_\_  
 Corporate Citizenship **Canada**  
 Other \_\_\_\_\_ Citizenship \_\_\_\_\_

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No  
 (Designation must be a separate document from guidelines)

3. Nature of conveyance (Execution Date(s) :  
 Execution Date(s): \_\_\_\_\_

Assignment       Merger  
 Security Agreement       Change of Name  
 Othersee attached explanation \_\_\_\_\_

4. Application number(s) or registration number(s) and Identification of Description of the Trademark:  
 A. Trademark Application No.(s) \_\_\_\_\_  
 B. Trademark Registration No.(s)  
**2,334,073 and 2,330,475**

(Additional sheets) attached?  Yes  No

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


5. Name & address of party to whom correspondence concerning document should be mailed:  
 Name: **Dorothy C. Alavizatos**  
 Internal Address: \_\_\_\_\_  
 Street Address: **237 Park Avenue**  
 City: **New York**  
 State: **New York** Zip: **10017**  
 Phone Number: **212-680-6000**  
 Fax Number: **212-682-0200**  
 Email Address: **dalavizatos@torys.com**

6. Total number of applications and registrations involved: **2**

7. Total fee (37 CFR 2.101(a) & 2.101) \$ \_\_\_\_\_

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 **502793**  
 Authorized User Name **Dorothy C. Alavizatos**

9. Signature:   
 \_\_\_\_\_  
 Signature  
**Dorothy C. Alavizatos**  
 Name of Person Signing

Date: **Dec 19, 2005**  
 \_\_\_\_\_  
 Date  
 Total number of pages including cover sheet, trademarks, and drawings: \_\_\_\_\_

Documents to be recorded (including cover sheet) should be sent to (202) 273-5148, or mailed to Mail Stop Assignment Registration Services, Director of the USPTO, P.O. Box 4000, Alexandria, VA 22304-4000

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5122-888

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Fax Server

**Explanation**

Attachment to Recordation Form Cover Sheet

corrective assignment, correcting Assignee's name from Ernest & Young  
Orenda Corporate Finance Inc. to Ernst & Young Orenda Corporate Finance  
Inc., see Reel/Frame 3159/0141.