

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
Multi-Health Systems Inc.		02/14/2006	CORPORATION: CANADA
RECEIVING PARTY DATA			
Name:	Dr. Reuven BarOn		
Street Address:	2519 Fair Oak Street		
City:	Pearland		
State/Country:	TEXAS		
Postal Code:	77584		
Entity Type:	INDIVIDUAL: UNITED STATES		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	2486427	EQ-I	
Registration Number:	2932228	EQ-360	
Registration Number:	2888154	EQ-INTERVIEW	
CORRESPONDENCE DATA			
Fax Number:	(212)292-5391		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	(212) 292 5390		
Email:	mail@ipcounselors.com		
Correspondent Name:	Epstein Drangel Bazerman & James, LLP		
Address Line 1:	60 East 42nd Street, Suite 820		
Address Line 4:	New York, NEW YORK 10165		
ATTORNEY DOCKET NUMBER:	2225-002		
NAME OF SUBMITTER:	Jason M. Drangel		
Signature:	/jason m. drangel/		

OP \$90.00 2486427

Date:

05/18/2006

Total Attachments: 7

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Confirmation of Intellectual Property Security Agreement

BACKGROUND:

(A) Multi-Health Systems Inc., a corporation existing under the laws of the Province of Ontario ("MHS"), is the owner of (i) the trade-marks, registrations and applications for trade-marks set forth in Schedule "A" hereto, the underlying goodwill associated with the business in association with which such trade-marks are used (collectively, the "Trade-marks") and (ii) the copyrights in relation thereto set forth in Schedule "B" hereto (collectively, the "Copyrights");

(B) In accordance with its obligations under the Settlement Agreement, MHS entered into an Intellectual Property Security Agreement, dated February 14, 2006 (the "IP Security Agreement") pursuant to which MHS granted a security interest in and to, *inter alia*, the Trade-marks and Copyrights to Dr. BarOn in order to secure the payment and performance of MHS's obligations described therein;

NOW THEREFORE, for valuable consideration, the receipt and sufficiency of which are hereby acknowledged, MHS hereby confirms the grant under the IP Security Agreement to Dr. BarOn of the security interest in and to the Trade-marks and the Copyrights.

DATED at Toronto this 14th day of February, 2006.

MULTI-HEALTH SYSTEMS INC.

By: 

Name: Gerald FitzGerald
Title: President






By: 

Name:
Title: CFO

Schedule "A"

Trade-marks

Trade-mark	Country	Status	Application No./Date	Registration No./Date
EQ-360	Canada	Registered	1,088,443 January 9, 2001	TMA597,697 December 16, 2003
EQ-INTERVIEW	Canada	Registered	1,088,442 January 9, 2001	TMA597,421 December 12, 2003
EQ-I Design EQ-i	Canada	Registered	833,275 January 10, 1997	TMA508,529 February 24, 1999
EQ-I	U.S.A.	Registered	75278829 April 22, 1997	2486427 September 11, 2001
EQ-360	U.S.A.	Registered	76279639 July 3, 2001	2932228 March 15, 2005
EQ-INTERVIEW	U.S.A.	Registered	76279638 July 3, 2001	2888154 September 28, 2004
EQ-i	E.U. (Community Trade Mark)	Opposition Pending	002223402 May 4, 2001	n/a
EQ-i	Australia	Registered	886339 August 20, 2001	886339 February 12, 2003
EQ-i (Class 9) EQ-i	New Zealand	Registered	639404 June 11, 2001	639404 July 8, 2002 (effective June 11, 2001)

Trade-mark	Country	Status	Application No./Date	Registration No./Date
EQ-i (Class 16) 	New Zealand	Registered	639405 June 11, 2001	639405 July 8, 2002 (effective June 11, 2001)
EQ-i (Class 41) 	New Zealand	Registered	639406 June 11, 2001	639406 July 8, 2002 (effective June 11, 2001)
EQ-i (Class 16)	China	Registered	2001144776 August 10, 2001	1925020 December 28, 2002
EQ-i (Class 42)	China	Registered	2001144777 August 10, 2001	2010561 December 14, 2002
EQ-i (Class 16) 	Hong Kong	Registered	13100 August 10, 2001	B03655 August 10, 2001
EQ-i (Class 42) 	Hong Kong	Registered	13099 August 10, 2001	B03654 August 10, 2001
EQ-i (Class 16) 	Singapore	Registered	T01/13608C August 28, 2001	T01/13608C August 28, 2001

Trade-mark	Country	Status	Application No./Date	Registration No./Date
EQ-i (Class 41) EQ-i	Singapore	Registered	T01/13609A August 28, 2001	T01/13609A August 28, 2001

Schedule "B"

Copyrights

Products

BarOn Emotional Quotient Inventory (EQ-i®) Item Booklets and in the following languages:

Arabic Egyptian Dialect, Australian, Chinese, Croatian, Czech, Danish, Dutch, Finnish, English (UK), European French, French Canadian, German, Greek, Hebrew, Japanese, Norwegian, European Portuguese, South American Portuguese, Russian, Serbian, Slovak, Spanish (Mexican), South American Spanish, Swedish, Turkish

This list is not exhaustive and there may be additional languages that exist and that are not listed but fall under this Agreement.

BarOn Emotional Quotient Inventory (EQ-i) Technical Manual
BarOn Emotional Quotient Inventory (EQ-i) User's Manual
BarOn Emotional Quotient Inventory (EQ-i) Administrator's Guide
BarOn Emotional Quotient Inventory (EQ-i) Facilitator's Guide
BarOn Emotional Quotient Inventory (EQ-i) for PeoplePro Software Manual/Getting Started Guide

BarOn Emotional Quotient Inventory (EQ-i) Online Leadership Report
BarOn Emotional Quotient Inventory (EQ-i) Mail In/ Fax In Leadership Report Response Sheets and Scoring
BarOn Emotional Quotient Inventory (EQ-i) V.5 Leadership Report
BarOn Emotional Quotient Inventory (EQ-i) Online Individual Summary Report
BarOn Emotional Quotient Inventory (EQ-i) V.5 Individual Summary Report
BarOn Emotional Quotient Inventory (EQ-i) Mail In/ Fax In Individual Summary Report Response Sheets and Scoring and in the following languages:

Spanish, French Canadian, and Turkish

BarOn Emotional Quotient Inventory (EQ-i) Mail In/ Fax In Individual Summary Report Psych Manager
BarOn Emotional Quotient Inventory (EQ-i) Online Development Reports
BarOn Emotional Quotient Inventory (EQ-i) V.5 Development Report
BarOn Emotional Quotient Inventory (EQ-i) Mail In/ Fax In Development Report Response Sheets and Scoring and in the following languages:

Spanish, French Canadian and Turkish

BarOn Emotional Quotient Inventory (EQ-i) Resource Report and in the following languages
Spanish, French Canadian and Turkish
BarOn Emotional Quotient Inventory (EQ-i) Online Resource Reports
BarOn Emotional Quotient Inventory (EQ-i) V.5 Resource Reports
BarOn Emotional Quotient Inventory (EQ-i) Mail In/ Fax In Resource Report Response Sheets and Scoring and in the following languages:

Spanish and French Canadian

BarOn Emotional Quotient Inventory (EQ-i) Group Report
BarOn Emotional Quotient Inventory (EQ-i) Mail In/Fax In Group Report
BarOn Emotional Quotient Inventory (EQ-i) Leadership Report
BarOn Emotional Quotient Inventory (EQ-i) Development Report
BarOn Emotional Quotient Inventory (EQ-i) Groups Across Administrations Report
BarOn Emotional Quotient Inventory (EQ-i) Online Groups Across Administrations Report
BarOn Emotional Quotient Inventory (EQ-i) V.5 Groups Across Administrations Report
BarOn Emotional Quotient Inventory (EQ-i) Mail In/ Fax In Groups Across Administrations Report
BarOn Emotional Quotient Inventory (EQ-i) Online Groups Across Administrations Report Comparative Report
BarOn Emotional Quotient Inventory (EQ-i) Two Groups
BarOn Emotional Quotient Inventory (EQ-i) Online Two Groups
BarOn Emotional Quotient Inventory (EQ-i) Two Groups Mail In/ Fax In Response Sheets

BarOn Emotional Quotient Inventory (EQ-i) Group Summary Report
BarOn Emotional Quotient Inventory (EQ-i) Online Group Summary Report
BarOn Emotional Quotient Inventory (EQ-i) V.5 Group Summary Report
BarOn Emotional Quotient Inventory (EQ-i) Mail In/ Fax In Group Summary Report
BarOn Emotional Quotient Inventory (EQ-i) Group to Group Report
BarOn Emotional Quotient Inventory (EQ-i) Online Group to Group Report
BarOn Emotional Quotient Inventory (EQ-i) V.5 Group to Group Report
BarOn Emotional Quotient Inventory (EQ-i) Mail In/ Fax In Group to Group Report
BarOn Emotional Quotient Inventory (EQ-i) Individual Across Administrations Report
BarOn Emotional Quotient Inventory (EQ-i) Online Individual Across Administrations Report
BarOn Emotional Quotient Inventory (EQ-i) Individual Across Administrations Report
BarOn Emotional Quotient Inventory (EQ-i) V.5 Individual Across Administrations Report
BarOn Emotional Quotient Inventory (EQ-i) Mail In/ Fax In Individual Across Administrations Report
BarOn Emotional Quotient Inventory (EQ-i) Individual to Group Report
BarOn Emotional Quotient Inventory (EQ-i) Online Individual to Group Report
BarOn Emotional Quotient Inventory (EQ-i) V.5 Individual to Group Report
BarOn Emotional Quotient Inventory (EQ-i) Mail In/ Fax In Individual to Group Report
BarOn Emotional Quotient Inventory (EQ-i) Data Entry Sheets
BarOn Emotional Quotient Inventory (EQ-i) Air Force Interview Refreshers
BarOn Emotional Quotient Inventory (EQ-i) Clinical Version Software Manual
BarOn Emotional Quotient Inventory (EQ-i) Program Manager CD

BarOn Emotional Quotient Inventory: 125 (EQ-i:125) Item Booklet
BarOn Emotional Quotient Inventory: 125 (EQ-i:125) Mail In/ Fax In Development Report Response Sheets and Scoring
BarOn Emotional Quotient Inventory: 125 (EQ-i:125) Resource Report
BarOn Emotional Quotient Inventory: 125 (EQ-i:125) Mail In/Fax In Resource Report Response Sheet and Scoring
BarOn Emotional Quotient Inventory: 125 (EQ-i:125) Data Entry Sheets
BarOn Emotional Quotient Inventory: 125 (EQ-i:125) Individual Summary Reports
BarOn Emotional Quotient Inventory: 125 (EQ-i:125) Mail In/Fax In Individual Summary Reports Response Sheet and Scoring

BarOn Emotional Quotient Inventory: Short (EQ-i:S) Item Booklet and in the following languages:
Indonesian

BarOn Emotional Quotient Inventory: Short (EQ-i:S) Technical Manual
BarOn Emotional Quotient Inventory: Short (EQ-i:S) Complete Assessment Set
BarOn Emotional Quotient Inventory: Short (EQ-i:S) Online Feedback Reports
BarOn Emotional Quotient Inventory: Short (EQ-i:S) V.5 Feedback Reports
BarOn Emotional Quotient Inventory: Short (EQ-i:S) V.5 Getting Started Guide
BarOn Emotional Quotient Inventory: Short (EQ-i:S) Mail-In Fax-In Feedback Reports Response Sheet and Scoring
BarOn Emotional Quotient Inventory: Short (EQ-i:S) Data Entry Sheets
BarOn Emotional Quotient Inventory: Short (EQ-i:S) Post Secondary with Predictive Index
BarOn Emotional Quotient Inventory: Short (EQ-i:S) Online Post Secondary with Predictive Index
BarOn Emotional Quotient Inventory: Short (EQ-i:S) Online Post Secondary Scored Data Set Response Sheet
BarOn Emotional Quotient Inventory: Short (EQ-i:S) Online Post Secondary Feedback Report

BarOn Emotional Quotient Inventory: Short Short (EQ-i:S (S)) Research Version

BarOn Emotional Quotient -360 (EQ-360®) Item Booklet
BarOn Emotional Quotient -360 (EQ-360) Technical Manual.
BarOn Emotional Quotient -360 (EQ-360) Additional Rater Response Sheets
BarOn Emotional Quotient- 360 (EQ-360) Multirater Feedback Report

BarOn Emotional Quotient- 360 (EQ-360) Mail In/Fax In Multirater Feedback Report Response Sheet and Scoring

BarOn Emotional Quotient -360 (EQ-360) Online Multirater Feedback Reports
BarOn Emotional Quotient-360 (EQ-360) Online Version in the following language
South American Spanish

BarOn Emotional Quotient Inventory-Interview (BarOn EQ-Interview®) Semi-Structured Forms
BarOn Emotional Quotient Inventory-Interview (BarOn EQ-Interview) Research Version

BarOn Emotional Quotient Inventory: Youth Version (EQ-i: YV) QuickScore Form and in the following languages:
Spanish, Afrikaans, Arabic, Croatian, Chinese Mandarin, French Canadian, Hebrew, Pedi, Swedish, Turkish
BarOn Emotional Quotient Inventory: Youth Version (EQ-i:YV) Technical Manual
BarOn Emotional Quotient Inventory: Youth Version (EQ-i: YV) Online Profile Reports
BarOn Emotional Quotient Inventory: Youth Version (EQ-i: YV) V.5 Profile Reports
BarOn Emotional Quotient Inventory: Youth Version (EQ-i: YV) V.5 Getting Started Guide
BarOn Emotional Quotient Inventory: Youth Version (EQ-i: YV) Data Entry Sheets

BarOn Emotional Quotient Inventory: Youth Version Short (EQ-i:YV(S)) QuickScore Form and in the following languages:
Arabic, Croatian, Chinese Mandarin, French Canadian, Hebrew, Turkish

Services

BarOn Emotional Quotient Inventory (EQ-i) Train The Trainer Certification Program and Materials
BarOn Emotional Quotient Inventory (EQ-i) Certification Program and Materials
BarOn Emotional Quotient Inventory 360 (EQ-360) Certification Program and Materials
BarOn Emotional Quotient Inventory: Youth Version (EQ-i: YV) Certification Program and Materials

Any and all normative data, scoring algorithms, and items for all the products referenced above.