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TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

05/18/2006
 900049233

SUBMISSION TYPE:		CORRECTIVE ASSIGNMENT	
NATURE OF CONVEYANCE:		Corrective Assignment to correct the Assignee general partner information to Procaps G.P. Inc., a Canadian corporation previously recorded on Reel 003252 Frame 0233. Assignor(s) hereby confirms the Assignment.	
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Procaps Encapsulation Inc.		09/01/2005	CORPORATION: CANADA
RECEIVING PARTY DATA			
Name:	Procaps L.P.		
Composed Of:	COMPOSED OF Procaps G.P. Inc., a Canadian corporation		
Street Address:	2100-40 King Street West		
City:	Toronto, Ontario		
State/Country:	CANADA		
Postal Code:	M5H 3C2		
Entity Type:	LIMITED PARTNERSHIP:		
PROPERTY NUMBERS Total: 10			
Property Type	Number	Word Mark	
Serial Number:	78549696	TRIUMPH	
Serial Number:	78578139	MIDNIGHT	
Serial Number:	78578149	DS	
Serial Number:	78578244	REC-SPORT	
Serial Number:	78678250	BLAZE	
Registration Number:	3057849	HELLFIRE	
Registration Number:	3063251	INFERNO	
Serial Number:	78578992	PODIUM	
Registration Number:	2950395	DRAXXUS	
Registration Number:	2968809	XBALL	
CORRESPONDENCE DATA			

OP \$265.00 78549696

700265306

TRADEMARK
 REEL: 003313 FRAME: 0011

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Fax Number: (202)408-4400

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 202.408.4000

Email: docketing@finnegan.com

Correspondent Name: Lisa Peller London

Address Line 1: Finnegan, Henderson, Farabow et al.

Address Line 2: 901 New York Avenue, N.W.

Address Line 4: Washington, DISTRICT OF COLUMBIA 20001

ATTORNEY DOCKET NUMBER:

08193.0999

DOMESTIC REPRESENTATIVE

Name: Finnegan, Henderson, Farabow et al.

Address Line 1: 901 New York Avenue, N.W.

Address Line 4: Washington, DISTRICT OF COLUMBIA 20001

NAME OF SUBMITTER:

Attorney for Applicant

Signature:

/Lisa Peller London/

Date:

05/18/2006

Total Attachments: 5

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TRADEMARK ASSIGNMENT

Electronic Version v1.1 01/19/2006
 Stylized Version v1.1 900040148

SUBMISSION TYPE:	CONVECTIVE ASSIGNMENT
NATURE OF CONVEYANCE:	Convective Assignment is correct the The postal code of the Assignor should read M5H 3C2 previously recorded on Reel 003313 Frame 0037. Assignor(s) hereby confirms the Assignment.

CONVEYING PARTY DATA

Name	Party	Registration Date	Party Type
Procept Entertainment Inc.		08/01/2005	CORPORATION CANADA

RECEIVING PARTY DATA

Name:	Procept L.P.
Composed Of:	COMPOSED OF Procept G.P. Inc., Imperial Capital Acquisition Corporation, Imperial Capital Acquisition Fund III (Institutional) 1 Limited Partnership, Imperial Capital Acquisition Fund III (Institutional) 2 Limited Partnership, and others
Street Address:	2100-80 King Street West
City:	Toronto, Ontario
State/Country:	CANADA
Postal Code:	M5H 3C2
Party Type:	LIMITED PARTNERSHIP CANADA

PROPERTY NUMBERS Total: 16

Property Type	Number	Word Mark
Registration Number:	2802006	DRAGON
Registration Number:	2500808	SMALL
Serial Number:	7864000	TRIUMPH
Serial Number:	7867818	MIDNIGHT
Serial Number:	7867818	DE
Serial Number:	7867844	RED-SPORT
Serial Number:	7867800	BLAZE
Serial Number:	7867820	HILLWIRE
Serial Number:	7867832	INFERN0
Serial Number:	7867802	FORUM

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CORRESPONDENCE DATA	
Fac Number:	800408-4400
<i>Comments will be sent to US Mail when the fax attempt is unsuccessful</i>	
Phone:	202.455.4300
Email:	electing@strogan.com
Correspondent Name:	Frangos, Henderson, Proulx et al.
Address Line 1:	801 New York Avenue, N.W.
Address Line 4:	Washington, DISTRICT OF COLUMBIA 20001
ATTORNEY DOCKET NUMBER:	2001.0006
DOMESTIC REPRESENTATIVE	
Name:	Frangos, Henderson, Proulx et al.
Address Line 1:	801 New York Avenue, N.W.
Address Line 4:	Washington, DISTRICT OF COLUMBIA 20001
NAME OF SUBMITTER:	Lisa Peller London
Signature:	Lisa Peller London
Date:	01/18/2006
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ASSIGNMENT

Procaps Encapsulation Inc., a Canada corporation with its principal place of business at 6000 Kieran Street, Ville St. Laurent, Quebec Canada H4S 2B5 ("Assignor"), is the owner of the marks identified in Exhibit A and of the U.S. trademark registrations and applications therefor ("the Trademarks").

Procaps L.P., a Canada limited partnership (composed of Procaps G.P. Inc., Imperial Capital Acquisition Corporation, Imperial Capital Acquisition Fund III (Institutional) 1 Limited Partnership, Imperial Capital Acquisition Fund III (Institutional) 2 Limited Partnership, Imperial Capital Acquisition Fund III (Institutional) 3 Limited Partnership, Imperial Capital Acquisition Fund III (Institutional) 4 Limited Partnership, Imperial Capital Acquisition Fund III (Institutional) 5 Limited Partnership, Paintball Equity Inc., and RGR General Partnership), with its principal place of business at 2100-40 King Street West, Toronto, Ontario M5H 3C2, Canada ("Assignee"), wishes to acquire the Trademarks.

In consideration of the foregoing and for other good and valuable consideration, receipt of which is hereby acknowledged, Assignor hereby assigns to Assignee all its right, title, and interest in and to the Trademarks, together with the goodwill of the business associated with the Trademarks, and the right to sue and recover for past infringements, dilution, and other violations.

The Commissioner is requested to issue the certificates of registration to Assignee.

PROCAPS ENCAPSULATION INC.

By: MTZ

Name: HOWARD TISLER

Title: CEO

Date: Sept 1/05

EXHIBIT A

<u>MARK</u>	<u>REG. NO.</u>	<u>REG. DATE</u>
DRAXXUS	2,950,395	5/10/2005
XBALL	2,968,809	7/12/2005

<u>MARK</u>	<u>SERIAL NO.</u>	<u>FILING DATE</u>
TRIUMPH	78/549,696	1/19/2005
MIDNIGHT (Stylized)	78/578,139	3/2/2005
DS & Design	78/578,149	3/2/2005
REC-SPORT	78/578,244	3/2/2005
BLAZE (Stylized)	78/578,250	3/2/2005
HELLFIRE (Stylized)	78/578,255	3/2/2005
INFERNO (Stylized)	78/578,262	3/2/2005
PODIUM	78/578,992	3/3/2005