

RECOR
TR



103218395

To the Director of the U. S. Patent and Trademark Office or the new address(es) below

Re 4-11-06

1. Name of conveying party(ies):
Espial Group Inc.

- 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) **September 30, 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: **MMV Financial Inc.**
Internal Address: **95 Wellington Street West**
Street Address: **22nd Floor**
City: **Toronto**
State: **Ontario**
Country: **Canada** Zip: **M5J 2N7**

- Association
- General Partnership
- Limited Partnership
- Corporation
- 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)

2,665,358

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: **LaBarge Weinstein PC**

Internal Address: **James Smith**

Street Address: **800 - 515 Legget Drive**

City: **Ottawa**

State: **Ontario** Zip: **K2K 3G4**

Phone Number: **613-599-9600 x 264**

Fax Number: **613-599-0018**

Email Address: **js@lwlaw.com**

6. Total number of applications and registrations involved: **1**

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ **40.00**

- 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:

James Smith

Signature

April 3, 2006

Date

Name of Person Signing

Total number of pages including cover sheet, attachments, and document: **6**

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

12-13-2005
103136515

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TRADE 103136515

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

50-60-81

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Espial Group Inc.

- Individual(s)
- General Partnership
- Corporation- State: Canada
- Other

Citizenship (see guidelines)

Additional names of conveying parties attached? Yes No

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: MMV Financial Inc.

Internal Address: 95 Wellington Street West

Street Address: 22nd Floor

City: Toronto

State: Ontario

Country: Canada Zip: M5J 2N7

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

Name: LaBarge Weinstein Professional Corporation

Internal Address: James Smith

Street Address: 800 - 515 Legget Drive

City: Ottawa

State: Ontario Zip: K2K 3G4

Phone Number: 613-599-9600 x 264

Fax Number: 613-599-0018

Email Address: js@lwlaw.com

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- Authorized to be charged to deposit account
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Expiration Date _____

b. Deposit Account Number _____
Authorized User Name _____

9. Signature:

James Smith Signature

December 2, 2005 Date

12/12/2005 DBYRNE 00000012 2665358

01 FC:8521

40.00 of Person Signing

Total number of pages including cover sheet, attachments, and document.

6

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CONFIRMATION OF GRANT OF SECURITY INTEREST

This will confirm that, pursuant to a general security agreement (hereinafter referred to as the "GSA") dated September 30, 2005, between each of Espial Group Inc. ("Borrower"), whose full post office address is 200 Elgin Street, Suite 901, Ottawa, Ontario, K2P 1L5 and MMV Financial Inc. (hereinafter referred to as "MMV"), a specialty finance corporation incorporated under the laws of Canada, whose full post office address is 95 Wellington Street West, 22nd Floor, Toronto, Ontario, M5J 2N7, and for good and valuable consideration, the receipt and sufficiency of which are hereby confirmed and acknowledged, the Borrower confirms that it has granted to MMV a security interest, lien and charge in all of their respective right, title and interest, in and to the intellectual property listed on the Schedule attached hereto, including, without limitation, the copyrights, trademarks, patents and trademark and patent applications and registrations listed therein, and in and to any and all continuations, continuations-in-part, updates, developments, divisions, reissues and re-examinations which issue therefrom, the same to be held and enjoyed by MMV, strictly subject to the terms of the GSA.

EXECUTED at Ottawa this 30 day of September, 2005.

ESPIAL GROUP INC.


Per: Jasou Johene c/s
Authorized Signatory

**SCHEDULE
INTELLECTUAL PROPERTY**

1. PATENTS

United States Patent Application Serial No. 10/784 280, and the counterpart PCT application.

2. TRADEMARKS

| Trade-mark | Serial No./ Reg. No. | Wares/Services | Status | File No. |
|--|-------------------------|---|--|------------|
| ESPIAL (Canada) | TMA596,866 | Computer programs; computer programs downloadable from a global computer network for use in the field of network-enabled information products, namely, software which features platform independent user interfaces and operating system software having browser interactive content, applets and applications accessible over global computer networks. Used in Canada since August 1997. Computer services, namely, computer programming for others in the field of interface design and network software applications; development services; training and education services; consultation services; Internet services; providing information via a global computer network; technical support services; customer support services. Used in Canada since August 1997. | Filed: August 24, 2000 Registered December 8, 2003 Renewal due December 8, 2018 | 06655819CA |
| ESPIAL DESIGN (Canada)  | TMA596,892 | Computer programs and computer programs downloadable form a global computer network for use in the field of network-enabled information products, namely, software which features platform-independent user interfaces and operating system software having browser interactive content, applets and applications accessible over global computer networks. Used in Canada since July 1998. Computer services, namely, computer programming for others in the field of interface design and network software applications; development services; training and education services; consultation services; Internet services; providing information via a global computer network; technical support services; customer support services. Used in Canada since July 1998. | Filed: September 14, 2000 Registered December 9, 2002 Renewal due December 9, 2018 | 06655377CA |
| ESPIAL | 2,345,189 | International Class 9: Computer programs and instruction manuals sold as a unit therewith for use in the field of network-enabled information | Filed: March 30, 1999 Registration Date: April 25, 2000 | 06655825US |

TRADEMARK

REEL: 003326 FRAME: 0307

| Trade-mark | Serial No./ Reg. No. | Wares/Services | Status | File No. |
|----------------------------------|-------------------------|---|---|------------|
| (United States) | | products, namely, software which features platform independent user interfaces and operating system software having browser interactive content, applets and applications accessible over global computer networks. Used in United States commerce since May 1998. | Section 8/15 Affidavit Due: April 25, 2005 to April 25, 2006 Renewal Due: April 25, 2010 | 06655823US |
| ESPIAL (United States) | 2,353,658 | International Class 42: Computer services namely, computer programming for others in the field of interface design and network software applications development services. Used in United States commerce since May 1998. | Filed: June 17, 1999 Registration Date: May 30, 2000 Section 8/15 Affidavit Due: May 30, 2005 to May 30, 2006. Renewal Due: May 30, 2010 | |
| ESPIAL DESIGN (United States) | 2,665,358 | International Class 9: Computer programs and computer programs downloadable from a global computer network for use in the field of network-enabled information products, namely, software which features platform independent user interfaces and operating system software having browser interactive content, applets and applications accessible over global computer networks. Used in United States commerce since July 1998. International Class 41: Training and education services, namely, conducting courses, seminars and training exercises in the fields of computers, computer hardware and computer software. Based on intent to use in United States. International Class 42: Providing information on software industry trends, building applications for smart devices, software development tools, and computer software for use in the field of network-enabled information products; computer services, namely, computer programming for others in the field of interface design computer software development services for others; computer consultation services; Internet services, namely, operation of a web portal for software developers; technical and customer support services, namely, telephone and e-mail. Used in United States commerce since July 1998. | Filed: August 11, 2000 Registration Date: December 24, 2002 Section 8/15 Affidavit Due: December 24, 2007 to December 24, 2008. Renewal Due: December 24, 2012. | 06655377US |
| DEVICETOP (Canada) | TMA541,694 | Computer programs and instruction manuals sold therewith as a unit used to support platform independent user interfaces. Used in Canada since January 2001. Customer use training, consulting and support services related to computer | Filed: October 22, 1998 Registered: February 28, 2001 Renewal Due: February 28, 2016 | 06655818CA |

TRADEMARK

REEL: 003326 FRAME: 0308

| Trade-mark | Serial No./ Reg. No. | Wares/Services | Status | File No. |
|---------------------------------|-------------------------|--|---|------------|
| | | programs and instruction manuals sold therewith as a unit used to support platform independent user interfaces on behalf of others. Used in Canada since January 2001. | | |
| DEVICETOP (United States) | 2,576,428 | International Class 9: Computer programs and instruction manuals sold therewith as a unit for managing platform independent user interfaces and operating systems of distributed processing products and consumer appliances. Used in United States commerce since June 2000. | Filed: October 22, 1998 Registration Date: June 4, 2002 Section 8/15 Affidavit Due: June 4, 2007 to June 4, 2008 Renewal Due: June 4, 2012 | 06655821US |
| DEVICETOP (United States) | 2,606,873 | International Class 9: Computer programs for use in the field of network-enabled information products, namely, software which features platform independent user interfaces and operating system software having browser interactive content, applets and applications and manuals sold therewith as a unit. Used in United States commerce since June 2000. International Class 41: Training and education services, namely, conducting courses, seminars and training exercises in the fields of computers, computer hardware and computer software. Used in United States commerce since June 2000. International Class 42: Providing information on computer software, software development and software programming via a global computer network; computer services, namely, computer programming for others in the field of interface design and network software applications; computer software design and computer software development services for others; computer consultation services and consultation services regarding software featuring platform independent user interfaces and operating system software; internet services, namely, operation of a web portal for software developers; technical and customer support services, namely, troubleshooting of computer hardware and software problems via telephone and e-mail. Used in United States commerce since June 2000. | Filed: September 11, 2000 Registration Date: August 13, 2002. Section 8/15 Affidavit Due: August 13, 2007 to August 13, 2008. Renewal Due: August 13, 2012. | 06656042US |
| ESPIAL E-BOX (United States) | 2,616,322 | International Class 9: Computer programs and instructional manuals sold therewith as a unit for use in enabling communications to and from portable devices, namely Internet enabled appliances including cellular telephones, auto-PCs, kiosks, handheld PCs, computers, digital television or interactive television sets. Used in United States commerce since March 1999. | Filed: December 27, 1999 Registration Date: September 10, 2002. Section 8/15 Affidavit due: September 10, 2007 to September 10, 2008. Renewal Due: September 10, 2012. | 06655820US |

TRADEMARK

REEL: 003326 FRAME: 0309

| Trade-mark | Serial No./ Reg. No. | Wares/Services | Status | File No. |
|---------------------|-------------------------|--|---------------------|------------|
| EVO | 1,263,696 | <p>Web browser software and instructional manuals sold therewith as a unit for use in enabling communications to and from portable devices, namely, Internet enabled appliances including cellular telephones, auto-PCs, kiosks, handheld PCs, computers, digital television or interactive television sets</p> | Filed July 6, 2005. | 06677153CA |
| BEYOND BRANDABLE | 1,263,697 | <p>Computer software namely, embedded application and operating system software for use in Internet-enabled devices and in the delivery of interactive content to Internet-enabled devices; computer programs downloadable from a global computer network namely, embedded application and operating system software for use in Internet-enabled devices and in the delivery of interactive content to Internet-enabled devices</p> <p>Computer services, namely, computer programming for others in the field of interface design and network software applications; software development services for others; consultation services in the fields of computer hardware, software and interface design specification, computer hardware, software, interface architecture and design review, integration of software with OEM platforms, operating systems, virtual machines and other third party applications, embedded Java porting, integration, tuning and customizing, testing of computer applications and components; Internet services, namely, providing information via a global computer network on development, design, architecture and integration of computer software, hardware, interface, network-enabled information products, and operating system software; technical support services and customer support services provided by telephone, e-mail and in person related to troubleshooting and computer software installation and operation, computer software, hardware and interface development, design and integration</p> | Filed July 6, 2005 | 06677154CA |