

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): Stelco Inc. <input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input type="checkbox"/> Corporation- State: _____ <input checked="" type="checkbox"/> Other <u>Canadian Corporation</u> Citizenship (see guidelines) <u>Canadian</u> Additional names of conveying parties attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	2. Name and address of receiving party(ies) <input type="checkbox"/> Yes Additional names, addresses, or citizenship attached? <input checked="" type="checkbox"/> No Name: <u>1685970 Ontario Inc.</u> Internal Address: _____ Street Address: <u>Suite 300, BCE Place</u> City: <u>Toronto</u> <u>181 Bay Street</u> State: <u>Ontario</u> Country: <u>Canada</u> Zip: <u>M5J 2T3</u> <input type="checkbox"/> Association Citizenship _____ <input type="checkbox"/> General Partnership Citizenship _____ <input type="checkbox"/> Limited Partnership Citizenship _____ <input checked="" type="checkbox"/> Corporation Citizenship <u>Canadian</u> <input type="checkbox"/> Other _____ Citizenship _____ If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (Designations must be a separate document from assignment)
3. Nature of conveyance /Execution Date(s) : Execution Date(s) <u>March 31, 2006</u> <input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input checked="" type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____	4. Application number(s) or registration number(s) and identification or description of the Trademark. A. Trademark Application No.(s) <u>787733,221</u> B. Trademark Registration No.(s) <u>855,764</u> Additional sheet(s) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown): <div style="display: flex; justify-content: space-between;"> <u>DRIVEN BY STEEL</u> <u>STELCO</u> </div>	
5. Name & address of party to whom correspondence concerning document should be mailed: Name: <u>Marvin Petry</u> Internal Address: _____ Street Address: <u>1199 North Fairfax Street,</u> <u>Suite 900</u> City: <u>Alexandria</u> State: <u>Virginia</u> Zip: <u>22314</u> Phone Number: <u>703/739-4900</u> Fax Number: <u>703/739-9577</u> Email Address: <u>mpetry@stites.com</u>	6. Total number of applications and registrations involved: 2 7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ <u>65.00</u> <input checked="" type="checkbox"/> Authorized to be charged by credit card <input type="checkbox"/> Authorized to be charged to deposit account <input type="checkbox"/> Enclosed 8. Payment Information: a. Credit Card Last 4 Numbers <u>1009</u> Expiration Date <u>12/09</u> b. Deposit Account Number _____ Authorized User Name _____
9. Signature: <u>Marvin Petry</u> <u>August 31, 2006</u> <div style="display: flex; justify-content: space-around;"> Signature Date </div> <div style="display: flex; justify-content: space-between; margin-top: 10px;"> Name of Person Signing <u>Marvin Petry</u> Total number of pages including cover sheet, attachments, and document: 6 </div>	

OP \$65.00 78733221

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0146, or mailed to:
 Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

Execution Copy

**CONFIRMATION OF SECURITY INTEREST
IN INTELLECTUAL PROPERTY****WHEREAS:**

Stelco Inc. (the "Debtor"), a corporation incorporated and existing under the laws of Canada with offices at 386 Wilcox Street, Hamilton, Ontario L8L 8K5, is the owner of the intellectual property set forth in Exhibit A hereto, the registrations and applications for the intellectual property identified therein and any underlying goodwill associated with such intellectual property (collectively, the "Intellectual Property"); and

1685970 Ontario Inc., as agent for certain lenders (the "Agent"), with offices at Suite 300, BCE Place, 181 Bay Street, Toronto, Ontario M5J 2T3 (c/o Tricap Bridge Lending Fund Inc.), has entered into an agreement with the Debtor, as reflected by a separate document entitled the "Security and Pledge Agreement" dated as of the 31st day of March, 2006 by which the Debtor granted to the Agent, a security interest in certain property, including the Intellectual Property;

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are acknowledged and in accordance with the terms and obligations set forth in the Security and Pledge Agreement, the Debtor confirms the grant to the Agent of a security interest in and to the Intellectual Property.

DATED at Toronto on this 31st day of March, 2006.

STELCO INC.

Per: 

Name: Courtney Pratt

Title: President & CEO

Per: 

Name: William E. Vaughan

Title: Senior V.P. - Finance and
Chief Financial Officer

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DATED at Toronto on this 31 day of March, 2006, before me appeared and the person who signed this instrument, who acknowledged that he/she signed it as a free act on his/her behalf or on behalf of the corporation identified and referred to herein as the Debtor.



Signature of Notary Public/Witness

EXHIBIT A
U.S. TRADE-MARKS

TOR_A30:H06400.J 200603112009
1053275

SCHEDULE A**Registered Trade-marks**

Registration No.	Trade-mark
0855764	STELCO

Trade-mark Applications

Serial No.	Trade-mark
78733221	DRIVEN BY STEEL

113003-336934
McCarthy Tétrault LLP TDO-RED #8312964 v. I