

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.

- Individual(s) Association
 General Partnership Limited Partnership
 Corporation- State: _____
 Other Canadian Corporation

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

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

Execution Date(s) March 31, 2006

- Assignment Merger
 Security Agreement Change of Name
 Other _____

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: BNY Trust Company of Canada

Internal

Address: _____

Street Address: 4 King Street West, Suite 1101

City: Toronto

State: Ontario

Country: Canada Zip: M5J 1B6

- Association Citizenship _____
 General Partnership Citizenship _____
 Limited Partnership Citizenship _____
 Corporation Citizenship Canadian
 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)

78/733,221

B. Trademark Registration No.(s)

855,764

Additional sheet(s) attached? Yes No

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

DRIVEN BY STEEL

STELCO

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

Name: Marvin Petry

Internal Address: _____

Street Address: 1199 North Fairfax Street,
Suite 900

City: Alexandria

State: Virginia Zip: 22314

Phone Number: 703/739-4900

Fax Number: 703/739-9577

Email Address: mpetry@stites.com

6. Total number of applications and registrations involved:

2

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$65.00

- Authorized to be charged by credit card
 Authorized to be charged to deposit account
 Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers 1009
 Expiration Date 12/09

b. Deposit Account Number _____

Authorized User Name _____

9. Signature:

Marvin Petry
Signature

Marvin Petry

Name of Person Signing

September 8, 2006

Total number of pages including cover sheet, attachments, and document: 7

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

OP \$65.00 78733221

ADDITIONAL SHEET TO Form PTO-1594

2. Additional name, address, and citizenship

Name: The Bank of New YorkStreet Address: 101 Barclay Street, 21 WCity: New YorkState: New YorkCountry: United States of America Zip: 10286 Corporation Citizenship: United States of America

**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

BNY Trust Company of Canada (together with its successors and assigns in such capacity as agent, the "Canadian Trustee") and The Bank of New York (together with its successors and assigns in such capacity as agent and together with the Canadian Trustee, the "Trustee"), as agents for themselves, as trustees, and holders from time to time of secured notes of the Debtor, with offices at 4 King Street West, Suite 1101, Toronto, Ontario M5H 1B6 and 101 Barclay Street, 21 W, New York, NY, 10286, respectively, have 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 Trustee a security interest in and to 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 Trustee of a security interest in and to the Intellectual Property.

[SIGNATURE PAGE TO FOLLOW]

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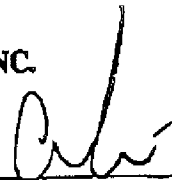
TRADEMARK

REEL: 003389 FRAME: 0056

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

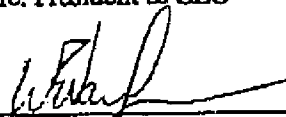
STELCO INC.

By:



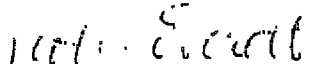
Name: Courtney Pratt
Title: President & CEO

By:



Name: William E. Vaughan
Title: Senior V.P. - Finance and
Chief Financial Officer

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



Signature of Notary Public/Witness

**EXHIBIT A
INTELLECTUAL PROPERTY**

DMSTORLegal\062605\00001\990488v1

SCHEDULE A

Registered Trade-marks

Registration No.	Trade-mark
0855764	STELCO

Trade-mark Applications

Serial No.	Trade-mark
78733221	DRIVEN BY STEEL

115003-336934
McCarthy Tétrault LLP TDO-RED #8312364 v. 1