

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
Capital Sports & Entertainment Inc.		12/20/2006	CORPORATION: ONTARIO

RECEIVING PARTY DATA

Name:	CIT Lending Services Corporation
Street Address:	207 Queens Quay West
City:	Toronto
State/Country:	CANADA
Postal Code:	M5J 1A7
Entity Type:	CORPORATION: ONTARIO

PROPERTY NUMBERS Total: 9

Property Type	Number	Word Mark
Registration Number:	2242808	
Registration Number:	3100248	B BINGHAMTON SENATORS
Registration Number:	3100247	BINGHAMTON SENATORS
Registration Number:	1912770	OTTAWA - SENATORS
Registration Number:	1816186	OTTAWA SENATORS
Registration Number:	1959122	OTTAWA SENATORS
Registration Number:	1906587	OTTAWA-SENATORS
Registration Number:	2076154	
Registration Number:	2041529	SENATORS

CORRESPONDENCE DATA

Fax Number: (212)592-1500
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 212.592.1400
 Email: rbroder@herrick.com

CH \$240.00 2242808

Correspondent Name: Robert S. Broder, Esq.
Address Line 1: 2 Park Avenue
Address Line 2: Herrick, Feinstein LLP
Address Line 4: New York, NEW YORK 10016-9301

ATTORNEY DOCKET NUMBER:

11836-0002

DOMESTIC REPRESENTATIVE

Name:
Address Line 1:
Address Line 2:
Address Line 3:
Address Line 4:

NAME OF SUBMITTER:

Robert S. Broder

Signature:

/rsb/

Date:

01/03/2007

Total Attachments: 12

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**NOTICE OF GRANT OF SECURITY INTEREST IN PATENTS, TRADEMARKS
AND/OR COPYRIGHTS**

United States Patent and Trademark Office

Gentlemen:

Please be advised that pursuant to the Grant of Security Interest in Intellectual Property dated as of the 20th day of December, 2006 (as the same may be amended, modified, extended or restated from time to time, the **"IP Security Agreement"**) by and between, *inter alia*, Capital Sports & Entertainment Inc., an Ontario corporation (the **"Grantor"**) and CIT Financial Ltd. (the **"Administrative Agent"**) for the benefit of itself, CIT Lending Services Corporation, as syndication agent, the Lenders and the Approved Hedging Providers (as such terms are defined in the Credit Agreement dated December 20th, 2006 among CIT Financial Ltd., CIT Lending Services Corporation, Capital Sports Holdings Inc., Capital Sports Properties Inc., Capital Sports Management Inc., the Grantor, Capital Tickets Inc. and Capital Sports Entertainment, Inc.), the Grantor has granted to the Administrative Agent a continuing security interest in and a continuing lien upon certain intellectual property, including the patents and patent applications, the trademark registrations and/or applications and the copyright registrations and/or applications, as applicable, shown below:

PATENTS

Canada:

Patent No.	Description of Patent Item	Date of Patent
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United States:

Patent No.	Description of Patent Item	Date of Patent
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PATENT APPLICATIONS

Canada:


Patent Applications No.	Description of Patent Applied For	Date of Patent Applications
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United States:




Patent Applications No.	Description of Patent Applied For	Date of Patent Applications
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TRADEMARK REGISTRATIONS

Canada:

Trade Mark	Application No.	Registration No.	Owner	Status
CAPITAL TICKETS.CA & Design 	1,190,045 (Filed September 9 2003)	TMA641,961 (Registered June 14 2005)	Capital Sports & Entertainment Inc. 1000 Palladium Drive Ottawa Ontario	Registered. Renewal due June 14, 2020
CAPITALTICKETS.CA	1,190,044 (Filed September 9 2003)	TMA637,862 (Registered April 20 2005)	Capital Sports & Entertainment Inc. 1000 Palladium Drive Ottawa Ontario	Registered. Renewal due April 20, 2020
SENS	1,223,813 (Filed July 15 2004; Allowed August 11 2006)	TMA675,324 (Registered October 20 2006)	Capital Sports & Entertainment Inc. 1000 Palladium Drive Ottawa Ontario	Registered. Renewal due October 20, 2021
SENSATIONS Design sensations	1,221,404 (Filed June 23 2004)	TMA670,412 (Registered August 18 2006)	Capital Sports & Entertainment Inc. 1000 Palladium Drive Ottawa Ontario	Registered. Renewal due August 18, 2021
SENSPLEX	1,242,350 (Filed December 31 2004)	TMA671,208 (Registered August 25 2006)	Capital Sports & Entertainment Inc. 1000 Palladium Drive Ottawa Ontario	Registered. Renewal due August 25, 2021
SPARTY	1,209,019 (Filed March 9 2004)	TMA664,352 (Registered May 16 2006)	Capital Sports & Entertainment Inc. 1000 Palladium Drive Ottawa	Registered. Renewal due May 16, 2021





Trade Mark	Application No.	Registration No.	Owner	Status
			Ontario	
SPARTACAT Design 	1,207,482 (Filed February 25 2004)	TMA641,963 (Registered June 14 2005)	Capital Sports & Entertainment Inc. 1000 Palladium Drive, Ottawa Ontario	Registered. Renewal due June 14, 2010
BODYCHECK	686,053 (Filed July 15 1991)	TMA405,616 (Registered November 27 1992)	Capital Sports & Entertainment Inc. c/o Cassels Brock & Blackwell LLP Scotia Plaza, Suite 2100 40 King Street West Toronto Ontario	Registered. Renewal due November 27, 2007
OTTAWA SENATORS	640,262 (Filed September 12 1989)	TMA446,851 (Registered September 1 1995)	Capital Sports & Entertainment Inc. c/o Cassels Brock & Blackwell LLP Scotia Plaza, Suite 2100 40 King Street West Toronto Ontario	Registered. Renewal due September 1, 2010
OTTAWA SENATORS	646,076 (Filed December 5 1989)	TMA446,311 (Registered August 25 1995)	Capital Sports & Entertainment Inc. c/o Cassels Brock & Blackwell LLP Scotia Plaza, Suite 2100 40 King Street West Toronto Ontario	Registered. Renewal due August 25, 2010
OTTAWA SENATORS & DESIGN 	673,753 (Filed January 18 1991)	TMA446,858 (Registered September 1 1995)	Capital Sports & Entertainment Inc. c/o Cassels Brock & Blackwell LLP Scotia Plaza, Suite 2100 40 King Street West Toronto	Registered. Renewal due September 1, 2010



Trade Mark	Application No.	Registration No.	Owner	Status
<p>OTTAWA SENATORS & DESIGN</p> 	<p>681,543 (Filed May 22 1991)</p>	<p>TMA454,050 (Registered February 16 1996)</p>	<p>Ontario Capital Sports & Entertainment Inc. c/o Cassels Brock & Blackwell LLP Scotia Plaza, Suite 2100 40 King Street West Toronto Ontario</p>	<p>Registered. Renewal due February 16, 2011</p>
<p>P.E.I. SENATORS & DESIGN</p> 	<p>731,152 (Filed June 16 1993)</p>	<p>TMA446,947 (Registered September 1 1995)</p>	<p>Capital Sports & Entertainment Inc. c/o Cassels Brock & Blackwell LLP Scotia Plaza, Suite 2100 40 King Street West Toronto Ontario</p>	<p>Registered. Renewal due September 1, 2010</p>
<p>SENATOR & DESIGN</p> 	<p>777,687 (Filed March 13 1995)</p>	<p>TMA490,848 (Registered March 4 1998)</p>	<p>Capital Sports & Entertainment Inc. c/o Cassels Brock & Blackwell LLP Scotia Plaza, Suite 2100 40 King Street West Toronto Ontario</p>	<p>Registered. Renewal due March 4, 2013</p>
<p>SENATORS</p>	<p>640,261 (Filed September 12 1989)</p>	<p>TMA446,850 (Registered September 1 1995)</p>	<p>Capital Sports & Entertainment Inc. c/o Cassels Brock & Blackwell LLP Scotia Plaza, Suite 2100 40 King Street West Toronto Ontario</p>	<p>Registered. Renewal due September 1, 2010</p>

Trade Mark	Application No.	Registration No.	Owner	Status
STREET SENTURIONS ENJEU	802,642 (Filed January 24 1996)	TMA503,637 (Registered November 4 1998)	Capital Sports & Entertainment Inc. c/o Cassels Brock & Blackwell LLP Scotia Plaza, Suite 2100 40 King Street West Toronto Ontario	Registered. Renewal due November 4, 2013
THE OTTAWA SENATORS	634,577 (Filed June 27 1989)	TMA446,848 (Registered September 1 1995)	Capital Sports & Entertainment Inc. c/o Cassels Brock & Blackwell LLP Scotia Plaza, Suite 2100 40 King Street West Toronto Ontario	Registered. Renewal due September 1, 2010
THE OTTAWA SENATORS PROFESSIONAL HOCKEY CLUB	634,583 (Filed June 29 1989)	TMA386,759 (Registered July 19 1991)	Capital Sports & Entertainment Inc. c/o Cassels Brock & Blackwell LLP Scotia Plaza, Suite 2100 40 King Street West Toronto Ontario	Registered. Renewal due July 19, 2021
THUNDER BAY SENATORS & DESIGN 	732,913 (Filed July 14 1993)	TMA446,954 (Registered September 1 1995)	Capital Sports & Entertainment Inc. c/o Cassels Brock & Blackwell LLP Scotia Plaza, Suite 2100 40 King Street West Toronto Ontario	Registered. Renewal due September 1, 2010

United States:

Trade-Mark	Application No.	Registration No.	Owner	Status
MISCELLANEOUS	75-460279	2242808	Capital Sports &	Registered.


Trade-Mark	Application No.	Registration No.	Owner	Status
DESIGN 	(Filed April 1 1998)	(Registered May 4 1999)	Entertainment Inc.	Renewal due May 4, 2009
B BINGHAMTON SENATORS AND DESIGN 	78-527143 (Filed December 4 2004)	3100248 (Registered June 6 2006)	Capital Sports & Entertainment Inc.	Registered. Renewal due June 6, 2016
BINGHAMTON SENATORS AND DESIGN 	78-527141 (Filed December 4 2004)	3100247 (Registered June 6 2006)	Capital Sports & Entertainment Inc.	Registered. Renewal due June 6, 2016
OTTAWA - SENATORS AND DESIGN 	74-203485 (Filed September 16 1991)	1912770 (Registered August 15 1995; Renewed ; Renewal August 15 2005)	Capital Sports & Entertainment Inc.	Registered. Renewal due August 15, 2015
OTTAWA SENATORS	74-037326 (Filed March	1816186 (Registered January 11	Capital Sports & Entertainment	Registered. Renewal due January 11, 2014



Trade-Mark	Application No.	Registration No.	Owner	Status
	12 1990)	1994; Renewed ; Renewal January 11 2004)	Inc.	
OTTAWA SENATORS	74-037699 (Filed March 12 1990)	1959122 (Registered February 27 1996; Renewed ; Renewal February 27 2006)	Capital Sports & Entertainment Inc	Registered. Renewal due February 27, 2016
OTTAWA- SENATORS AND DESIGN	74-203507 (Filed September 16 1991)	1906587 (Registered July 18 1995; Renewed ; Renewal July 18 2005)	Capital Sports & Entertainment Inc	Registered. Renewal due July 18, 2015
	74-660680 (Filed April 13 1995)	2076154 July 1 1997	Capital Sports & Entertainment Inc	Registered. Renewal due July 1, 2007
				
SENATORS	74-038096 (Filed March 12 1990)	2041529 March 4 1997	Capital Sports & Entertainment Inc	Registered. Renewal due March 4, 2007

TRADEMARK APPLICATIONS

Canada:

Trade Mark	Application No.	Registration No.	Owner	Status
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Trade Mark	Application No.	Registration No.	Owner	Status
SCORE & Design 	1,221,405 (Filed June 23 2004; Searched October 27 2004)		Capital Sports & Entertainment Inc. 1000 Palladium Drive Ottawa Ontario	Searched - examiner's report issued 10/27/2004; response filed 12/17/2004; awaiting response from examiner.
SÉNATEURS	1,275,376 (Filed October 12 2005; Advertised September 27 2006)		Capital Sports & Entertainment Inc. 1000 Palladium Drive Ottawa Ontario	Advertised - September 27, 2006. Opposition period ends November 27, 2006.
SÉNATEURS D'OTTAWA	1,275,379 (Filed October 12 2005; Advertised September 27 2006)		Capital Sports & Entertainment Inc. 1000 Palladium Drive Ottawa Ontario	Advertised - September 27, 2006. Opposition period ends November 27, 2006.
SENATORS TICKETMARKETPLACE	1,297,737 (Filed April 13 2006; Formalized April 19 2006)		Capital Sports & Entertainment Inc. 1000 Palladium Drive Ottawa Ontario	Pending.
HOCKEY COUNTRY	1,297,659 (Filed April 13 2006; Formalized April 13 2006)		Capital Sports & Entertainment Inc. 1000 Promenade Palladium Drive Kanata Ontario	Pending.
SPARTACAT	1,326,774 (Filed December 4, 2006)		Capital Sports & Entertainment Inc. 1000 Palladium Drive, Ottawa Ontario, Canada, K2V 1A5	Pending.
SENS	1,327,089 (Filed December 6, 2006)		Capital Sports & Entertainment Inc. 1000 Palladium Drive, Ottawa Ontario, Canada,	Pending.

Trade Mark	Application No.	Registration No.	Owner	Status
			K2V 1A5	
SENATORS & Design 	1,327,094 (Filed December 6, 2006)		Capital Sports & Entertainment Inc. 1000 Palladium Drive, Ottawa Ontario, Canada, K2V 1A5	Pending.
SPARTY'S KIDS CLUB	1,327,091 (Filed December 6, 2006)		Capital Sports & Entertainment Inc. 1000 Palladium Drive, Ottawa Ontario, Canada, K2V 1A5	Pending.
SPARTY'S KIDS CLUB & Design 	1,327,093 (Filed December 6, 2006)		Capital Sports & Entertainment Inc. 1000 Palladium Drive, Ottawa Ontario, Canada, K2V 1A5	Pending.

United States:

Trademark
 Application Serial No. Name or Mark Applied For USPTO Filing Date

COPYRIGHT REGISTRATIONS

Canada:

Title	Registration #	Registration Date	Status
OTTAWA SENATORS LOGO	403382	Dec. 21, 1990	REGISTERED
OTTAWA SENATORS "HEAD" SHIELD	407804	June 25, 1991	REGISTERED

Title	Registration #	Registration Date	Status
OTTAWA SENATORS "S" SHIELD	407805	June 25, 1991	REGISTERED
SPARTACAT	1022442	July 23, 2004	REGISTERED

United States:

Copyright No.	Description of Copyright	Date of Copyright
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COPYRIGHT APPLICATIONS

Canada:

Copyright Applications No.	Description of Copyright Applied For	Date of Copyright Applications
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United States:

Copyright Applications No.	Description of Copyright Applied For	Date of Copyright Applications
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The Grantor and the Administrative Agent hereby acknowledge and agree that the security interest in the foregoing patents and patent applications, the trademark registrations and/or applications and the copyright registrations and/or applications, as applicable, (i) may only be terminated in accordance with the terms of the IP Security Agreement and (ii) is not to be construed as an assignment or licence of any of the patents and patent applications, the trademark registrations and trademark applications and the copyright registrations and copyright applications, as applicable.

[NEXT PAGE IS THE SIGNATURE PAGE]

We respectfully request recordal of this Notice of Security Interest against such patents and patent applications, trademark registrations and/or applications and the copyright registrations and/or applications, as applicable, and that a notation be made on the file of each of the applications/registrations described herein that a security interest in same has been given in favour of the Administrative Agent.

Very truly yours,

**CAPITAL SPORTS & ENTERTAINMENT
INC.**

an Ontario corporation

Per: 

Name: Erin Crowe

Title: Chief Financial Officer

Acknowledged and Accepted:

CIT FINANCIAL LTD.

as Administrative Agent

Per: _____

Name: Bryan Kelling

Title: Senior Vice President and
Chief Counsel

Grant of Security Interest in IP – Capital Sports & Entertainment Inc.

**TRADEMARK
REEL: 003454 FRAME: 0136**

We respectfully request recordal of this Notice of Security Interest against such patents and patent applications, trademark registrations and/or applications and the copyright registrations and/or applications, as applicable, and that a notation be made on the file of each of the applications/registrations described herein that a security interest in same has been given in favour of the Administrative Agent.

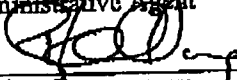
Very truly yours,

**CAPITAL SPORTS & ENTERTAINMENT
INC.**
an Ontario corporation

Per: _____
Name: Erin Crowe
Title: Chief Financial Officer

Acknowledged and Accepted:

CIT FINANCIAL LTD.
as Administrative Agent

Per:  _____
Name: Bryan Kelling
Title: Senior Vice President and
Chief Counsel

Grant of Security Interest in IP - Capital Sports & Entertainment Inc.