

04-23-2007

Form PTO-1594 (Rev. 07/05)  
OMB Collection 0851-0027 (exp 6/30)



U.S. DEPARTMENT OF COMMERCE  
United States Patent and Trademark Office

ET

103398087

*MLO*  
*3/5/07*

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):

Netkey, Inc.

- Individual(s)
- General Partnership
- Corporation- State: Delaware
- 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) January 19, 2007

- 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: \_\_\_\_\_

Street Address: 95 Wellington Street West  
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)

2045760

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  
Professional Corporation

Internal Address: \_\_\_\_\_

Street Address: Suite 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:

*Fee OK*

a. Credit Card Last 4 Numbers \_\_\_\_\_  
Expiration Date \_\_\_\_\_

b. Deposit Account Number \_\_\_\_\_

Authorized User Name \_\_\_\_\_

9. Signature:

Signature  
**James Smith**

March 5, 2007  
Date

Name of Person Signing

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

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

# RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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 Other \_\_\_\_\_

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Internal \_\_\_\_\_  
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Street Address: **95 Wellington Street West**  
**22nd Floor**  
City: **Toronto**  
State: **Ontario**  
Country: **Canada** Zip: **M5J 2N7**

Association      Citizenship \_\_\_\_\_  
 General Partnership      Citizenship \_\_\_\_\_  
 Limited Partnership      Citizenship \_\_\_\_\_  
 Corporation      Citizenship **Canadian**  
 Other \_\_\_\_\_      Citizenship \_\_\_\_\_

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Execution Date(s) **January 19, 2007**

Assignment       Merger  
 Security Agreement       Change of Name  
 Other \_\_\_\_\_

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) **2249686**

Additional sheet(s) attached?  Yes  No

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

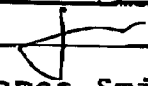
5. Name & address of party to whom correspondence concerning document should be mailed:  
Name: **LaBarge Weinstein**  
**Professional Corporation**  
Internal Address: \_\_\_\_\_  
Street Address: **Suite 800**  
**515 Legget Drive**  
City: **Ottawa**  
State: **Ontario** Zip: **K2K 3G4**  
Phone Number: **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) \$ **25.00**

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      **March 5 2007**      Date  
Name of Person Signing      Total number of pages including cover sheet, attachments, and document: \_\_\_\_\_

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 Limited Partnership      Citizenship \_\_\_\_\_  
 Corporation      Citizenship Canadian  
 Other \_\_\_\_\_      Citizenship \_\_\_\_\_

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A. Trademark Application No.(s) \_\_\_\_\_  
B. Trademark Registration No.(s) 2633748

Additional sheet(s) attached?  Yes  No

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Authorized User Name \_\_\_\_\_

**9. Signature:** \_\_\_\_\_ March 5 2007  
Signature Date  
James Smith  
Name of Person Signing

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Form PTO-1594 (Rev. 07-05)  
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- General Partnership Citizenship \_\_\_\_\_
- Limited Partnership Citizenship \_\_\_\_\_
- Corporation Citizenship Canadian
- Other \_\_\_\_\_ Citizenship \_\_\_\_\_

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B. Trademark Registration No.(s)

2634831

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James Smith Signature

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A. Trademark Application No.(s) \_\_\_\_\_

B. Trademark Registration No.(s) 2639123

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Signature Date  
James Smith  
Name of Person Signing

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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 January 19, 2007, between Netkey, Inc., a corporation incorporated under the laws of the State of Delaware (hereinafter referred to as "Netkey"), whose full post office address is 32 Park Drive East, Branford, Connecticut, 06405 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, 22<sup>nd</sup> Floor, Toronto, Ontario, M5J 2N7, and for good and valuable consideration, the receipt and sufficiency of which are hereby confirmed and acknowledged, Netkey confirms that it has granted to MMV a security interest, lien and charge in all of Netkey's right, title and interest in and to the assets 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 BRANFORD this 19th day of January, 2007.

NETKEY, INC.

Per:  c/s  
Name: ONI CHUKWU  
Title: CHIEF FINANCIAL OFFICER

I have authority to bind the Corporation.