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To the Director of the U. S. Patent and Trademark Office, please forward the attached documents or the new address(es) below.

6-25-07

**1. Name of conveying party(ies):**

177197 Canada Ltée

- Individual(s)
- General Partnership
- Corporation- State: Quebec
- 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) May 14th, 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: Business Development of Canada

Internal

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

Street Address: 5, Place Ville-Marie, suite 500

City: Montreal

State: Quebec

Country: Canada Zip: H3B 5E7

Association Citizenship \_\_\_\_\_

General Partnership Citizenship \_\_\_\_\_

Limited Partnership Citizenship \_\_\_\_\_

Corporation Citizenship \_\_\_\_\_

Other Bank 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)

1930937 and 30043218

Additional sheet(s) attached?  Yes  No

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

TENCO & design  
UCOMBO

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

Name: Me Luc Richard

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

Street Address: 500, Place D'Armes, suite 2420

City: Montreal

State: Quebec Zip: H2Y 2W2

Phone Number: (514) 845-3533

Fax Number: (514) 845-9522

Email Address: lrichard@morencyavocats.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 4579  
Expiration Date 10/07

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

Authorized User Name Pothier Morency (Michel Bibeau)

**9. Signature:**

Signature

2007/06/12

Date

Luc Richard

Name of Person Signing

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

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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

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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

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177197 Canada Ltée

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Citizenship (see guidelines)

Additional names of conveying parties attached? Yes No

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

Execution Date(s)

- 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: Business Development of Canada

Internal Address:

Address:

Street Address: 5, Place Ville-Marie, suite 500

City: Montreal

State: Quebec

Country: Canada

Zip: H3B 5E7

- Association Citizenship General Partnership Citizenship Limited Partnership Citizenship Corporation Citizenship Other Bank Citizenship

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No (Designation 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)

1930997 and 30043218

Additional sheet(s) attached? Yes No

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

TENCO & design UCOMBO

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

Name: Me Luc Richard

Internal Address:

Street Address: 500, Place D'Armes, suite 2420

City: Montreal

State: Quebec

Zip: H2Y 2W2

Phone Number: (514) 845-3533

Fax Number: (514) 845-9522

Email Address: richard@morencyavocats.com

6. Total number of applications and registrations involved:

2

7. Total fee (37 CFR 2.8(b)(6) & 3.41) \$ 85.00

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

8. Payment Information:

a. Credit Card Last 4 Numbers 4578

Expiration Date 10/07

b. Deposit Account Number

Authorized User Name Pothier Morency (Michel Ribeau)

9. Signature:

[Signature]

Signature

2007/06/12

Date

Luc Richard

Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 3

Documents to be recorded (including cover sheet) should be filed to (571) 273-0140, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

## Security Agreement

In consideration of a loan that was granted by BUSINESS DEVELOPMENT BANK OF CANADA whose full post office address is 5, Place Ville-Marie, suite 500, Montreal, Province of Québec H3B 5E7 (the "Assignee"), the receipt and adequacy of which is hereby acknowledged 177197 CANADA LTÉE (the "Assignor"), whose full post office address is 1318, rue Principale, C.P. 60, at Saint-Valérien-de-Milton Province of Québec, J0H 2B0, hereby confirms having assigned to Assignee, on May 2<sup>nd</sup>, 2007, a security interest in and to following Trade-mark Registrations:

- US Trade-mark registration number 1930937 registered on October 31<sup>st</sup>, 1995 for the trade-mark TENCO & design;
- US Trade-mark registration number 30043218 registered on January 17<sup>th</sup>, 2006 for the trade-mark UCOMBO.

This assignment is effective on May 14<sup>th</sup>, 2007

Signed at the City of Saint-Hyacinthe, this 14<sup>th</sup> day of May 2007.

**177197 CANADA LTÉE**

  
By: Pierre METRAS

Title: President