

**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
Northman Holdings Inc.		06/21/2007	CORPORATION: CANADA

**RECEIVING PARTY DATA**

Name:	Wachovia Capital Finance Corporation (Canada)
Street Address:	141 Adelaide Street West, Suite 1500
City:	Toronto
State/Country:	ONTARIO
Postal Code:	M5H 3L5
Entity Type:	CORPORATION: CANADA

**PROPERTY NUMBERS Total: 9**

Property Type	Number	Word Mark
Registration Number:	2666757	PRO-LITE
Registration Number:	2980370	JACMORR
Registration Number:	3003176	TRASH N STASH
Registration Number:	3151190	WE'LL DO IT!
Serial Number:	76209610	HANDI-HOUSE
Serial Number:	76656306	RETAILERS EDGE
Serial Number:	77140852	XTRAS
Serial Number:	76123052	SUPPLIERPIPELINE
Serial Number:	77140818	LITE

**CORRESPONDENCE DATA**

Fax Number: (780)421-7951  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 780-917-5242  
 Email: cunninghamk@bennettjones.ca

OP \$240.00 2666757

Correspondent Name: Kimberley Cunningham  
Address Line 1: 1000 ATCO Centre, 10035 - 105 Street  
Address Line 4: Edmonton, ALBERTA T5J 3T2

ATTORNEY DOCKET NUMBER:

48744-78

NAME OF SUBMITTER:

Kimberley Cunningham

Signature:

/Kimberley Cunningham/

Date:

07/18/2007

Total Attachments: 3

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**ASSIGNMENT OF SECURITY INTEREST  
IN INTELLECTUAL PROPERTY**

This **ASSIGNMENT OF SECURITY INTEREST IN INTELLECTUAL PROPERTY**, dated June 21, 2007, by **NORTHMAN HOLDINGS INC.**, an Ontario corporation with offices at A-1, 490 Dutton Drive, Waterloo, Ontario, N2L 6H7 ("*Northman*"), to and for the benefit of **WACHOVIA CAPITAL FINANCE CORPORATION (CANADA)**, an Ontario corporation with offices at 141 Adelaide Street West, Suite 1500, Toronto, Ontario M5H 3L5 (the "*Lenders*").

**WHEREAS**, Northman has adopted, used and is using the marks set forth in Schedule A attached hereto (the "*Marks*"), which are registered in the United States Patent and Trademark Office and/or for which applications are pending; and

**WHEREAS**, Northman is obligated to the Lender pursuant to a credit agreement dated the date hereof (the "*Loan Agreement*"); and

**WHEREAS**, pursuant to a general security agreement, Northman is granting the Lender a security interest in, among other personal property, the Marks, the goodwill of the Northman's business associated with the Marks, and the registrations and pending applications therefor (collectively, the "*Intellectual Property*");

**NOW, THEREFORE**, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Northman does hereby assign and grant to the Lender a security interest in and to the Intellectual Property, which assignment and security interest shall secure all of the Obligations, as defined in the Loan Agreement in accordance with the respective terms and provisions thereof.

Northman acknowledges and affirms that the rights and remedies of the Lender with respect to the assignment and security interest granted hereby are more fully set forth in the Financing Agreements (as defined in the Loan Agreement).

**IN WITNESS WHEREOF**, Northman has caused this Instrument to be executed by its duly authorized representative as of the date first set forth above.

NORTHMAN HOLDINGS INC.

By: \_\_\_\_\_


Name: MARK FARBY  
Title: DIRECTOR

**ACKNOWLEDGMENT**

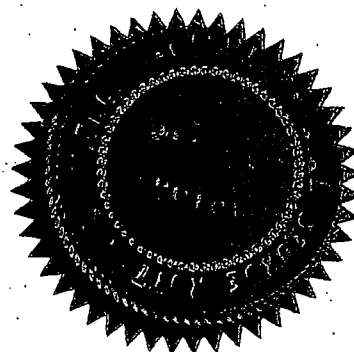
COUNTRY OF CANADA       )  
                                  )ss.:  
PROVINCE OF ONTARIO     )

On this 21 of June, 2007, in the Country and Province aforesaid, before me, the subscriber, a notary authorized to take acknowledgments and proofs in said Country and Province, personally appeared before MARK FARDY, the DIRECTOR of Northman Holdings Inc., an Ontario corporation, who, I am satisfied, is the person who, as such officer, signed the within instrument on behalf of such corporation, and he did acknowledge that he is authorized to sign and deliver the within instrument on behalf of such corporation and that she signed and delivered the same as the act and deed of such corporation for the uses and purposes expressed therein.

Name:

  
**R.G.R. LAWRENCE Q.C.**  
A NOTARY PUBLIC IN & FOR  
THE PROVINCE OF ONTARIO

My Commission Expires



SCHEDULE A

to

Assignment of Security Interest in Intellectual Property


1. Registrations:

<i>Mark</i>	<i>Registration No.</i>
Pro Lite Design	2,666,757
Jacmorr	2,980,370
Tash N Stash	3,003,176
We'll Do It!	3,151,190

2. Applications:

<i>Mark</i>	<i>Serial No.</i>
Handi-House	76/209,610
Retailers Edge	76/656,306
Lite & Design	77/140,808
Xtras Design	77/140,852
Supplierpipeline	76/123,052

21 JUNE 2007  
Yours EA to the benefit of *Verdant Holdings Inc.*

  
R.C.R. LAWRENCE, Q.C.  
A NOTARY PUBLIC  
IN AND FOR THE PROVINCE OF ONTARIO

