

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
Total Security Management Services Inc.		04/21/2008	CORPORATION: CANADA
RECEIVING PARTY DATA			
Name:	Callidus Capital Corporation		
Street Address:	Royal Trust Tower, 77 King Street West		
Internal Address:	Suite 4320		
City:	Toronto, Ontario		
State/Country:	CANADA		
Postal Code:	ON MSK 1K2		
Entity Type:	CORPORATION: CANADA		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Serial Number:	78510910	THE TOTAL ADVANTAGE	
Serial Number:	78510928	TSM	
CORRESPONDENCE DATA			
Fax Number:	(312)984-7700		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	312.372.2000		
Email:	chicago_ip_docket@mwe.com, jmikulina@mwe.com, thines@mwe.com, kwalsh@mwe.com		
Correspondent Name:	McDermott Will & Emery LLP		
Address Line 1:	227 West Monroe Street		
Address Line 2:	Suite 4400		
Address Line 4:	Chicago, ILLINOIS 60606		
ATTORNEY DOCKET NUMBER:	82477-0011		
DOMESTIC REPRESENTATIVE			

CH \$65.00 78510910

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TRADEMARK
REEL: 003770 FRAME: 0763

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

NAME OF SUBMITTER:

Tiffini D.S. Hines

Signature:

/Tiffini D.S. Hines/

Date:

05/01/2008

Total Attachments: 2

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**CONFIRMATION OF SECURITY INTEREST
IN INTELLECTUAL PROPERTY**

WHEREAS TOTAL SECURITY MANAGEMENT SERVICES INC. (the "**Debtor**") 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**");

WHEREAS Callidus Capital Corporation (the "**Lender**") entered into, *inter alia*, a general security agreement with the Debtor dated as of the date hereof (the "**General Security Agreement**") by which the Debtor granted to the Lender a security interest and lien in all of its property, including the Intellectual Property;


NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and in accordance with the terms and obligations set forth in the General Security Agreement the Debtor hereby confirms the granting of a security interest and lien in the Intellectual Property to the Lender.

This Confirmation shall be governed by and construed in accordance with the laws of the Province of Ontario and the federal laws of Canada applicable therein.

DATED at Toronto on this 21st day of April, 2008.

**TOTAL SECURITY MANAGEMENT
SERVICES INC.**

Per:



Name: Craig B. Campbell
Title: President and Secretary

**EXHIBIT A
INTELLECTUAL PROPERTY**

TRADE-MARKS

CANADIAN TRADEMARKS

Trademark	Registration No.	Registration Date	Application Date	Application No.
The Total Advantage	TMA644,461	July 15, 2005	May 4, 2004	1215766
TSS Globe & Design	--	--	May 11, 2004	1216439
TSS Globe Design	--	--	May 11, 2004	1216440
TSM Globe & Design	--	--	May 4, 2004	1215769
TSM Globe Design	--	--	May 5, 2004	1215810

U.S. TRADEMARKS

Trademark	Registration No.	Registration Date	Application Date	Application No.
The Total Advantage	--	--	November 3, 2004	78/510910
TSM Globe Design	--	--	November 3, 2004	78/510928