

RECORDATION FORM COVER SHEET

**TRADEMARKS ONLY** Our Ref.: **Error! Reference source not found.**

**Mail Stop Assignment Recordation Services**

Commissioner for Patents  
P.O. Box 1450  
Alexandria, VA 22313-1450

To the Commissioner for Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

National Bank of Canada

- ☐ Individual(s) ☐ Association  
☐ General partnership ☐ Limited Partnership  
☐ Corporation-State:  
☒ Other: Unknown

3. Nature of conveyance:

- ☐ Assignment ☐ Merger  
☐ Security Assignment ☐ Change of Name  
☒ Other: Assignment of and Confirmation of Security Interest in Intellectual Property

Execution Date: October 1, 2007

2. Name and address of receiving party(ies):

Name: Callidus Capital Corporation

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

Street Address: 77 King Street West

Suite 4320, P.O. Box 212

City: Toronto, Ontario

State/Country: Canada

Zip: M5K 1K2

- ☐ Individual(s) citizenship \_\_\_\_\_  
☐ Association \_\_\_\_\_  
☐ General Partnership \_\_\_\_\_  
☐ Limited Partnership \_\_\_\_\_  
☒ Corporation- Canada  
☐ Other \_\_\_\_\_

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)

Additional name/s & address/es attached ☐ Yes ☒ No

4. Application number(s) or registration number(s):

If this document is being filed together with a new application, the execution date of the application is: \_\_\_\_\_

A. Trademark Application No.(s)

- (1) 73/687,741  
(2) 73/687,740  
(3) 73/685,978

B. Trademark Registration No.(s)

- (1) 1,494,920  
(2) 1,494,919  
(3) 1,522,179

Additional numbers attached? ☒ Yes ☒ No

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

Name: Donna J. Bunton

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

Street Address: Nixon & Vanderhye P.C.

901 North Glebe Road

11th Floor

City Arlington State: VA Zip: 22203

6. Total number of applications and registrations involved: 5

7. Total fee (37 CFR 3.41)(8521; \$40) (8522; \$25)\$ 140.00

- ☐ Enclosed  
☐ Authorized to be charged to deposit account #14-1140

8. The Commissioner is hereby authorized to charge any deficiency, or credit any overpayment, in the fee(s) filed, or asserted to be filed, or which should have been filed herewith (or with any paper thereafter filed in this application by this firm) to our **Account No. 14-1140**.

**DO NOT USE THIS SPACE**

9. Statements and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Donna J. Bunton

Name of Person Signing



Signature

June 17, 2008

Date

Total number of pages including cover sheet, attachments and document: 2

RECORDATION FORM COVER SHEET  
**TRADEMARKS ONLY**

Our Ref.: 25-407

**Mail Stop Assignment Recordation Services**

Commissioner for Patents  
P.O. Box 1450  
Alexandria, VA 22313-1450

To the Commissioner for Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

- |  |  |
|--|--|
| <input type="checkbox"/> Individual(s)       | <input type="checkbox"/> Association         |
| <input type="checkbox"/> General partnership | <input type="checkbox"/> Limited Partnership |
| <input type="checkbox"/> Corporation-State:  |  |
| <input type="checkbox"/> Other: _____        |  |

A. Trademark Application No.(s)

- (4) 73/685,977
- (5) 73/685,976
- (6)
- (7)
- (8)
- (9)
- (10)
- (11)
- (12)
- (13)
- (14)

2. Name and address of receiving party(ies):

Name: \_\_\_\_\_  
Internal Address: \_\_\_\_\_  
Street Address: \_\_\_\_\_

City: \_\_\_\_\_  
State/Country: \_\_\_\_\_  
Zip: \_\_\_\_\_

- |                                     |                           |
|-------------------------------------|---------------------------|
| <input checked="" type="checkbox"/> | Individual(s) citizenship |
| <input type="checkbox"/>            | Association               |
| <input type="checkbox"/>            | General Partnership       |
| <input type="checkbox"/>            | Limited Partnership       |
| <input type="checkbox"/>            | Corporation-State         |
| <input type="checkbox"/>            | Other                     |

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)

B. Trademark Registration No.(s)

- (4) 1,513,145
- (5) 1,513,144
- (6)
- (7)
- (8)
- (9)
- (10)
- (11)
- (12)
- (13)
- (14)

**CONFIRMATION OF SECURITY INTEREST  
IN INTELLECTUAL PROPERTY**

**WHEREAS** ENTERTAINMENT WORLD HOLDINGS INC. (formerly 2034506 Ontario Limited, the "**Borrower**"), a corporation incorporated and existing under the laws of the Province of Ontario, with its registered offices at 1200 Aerowood Drive Unit 32, Mississauga Ontario L4W 2S7 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**");

**AND WHEREAS** the Borrower entered into an agreement with NATIONAL BANK OF CANADA ("NBC"), as reflected by a separate document entitled the "**General Security Agreement**" dated December 11, 2003 by which the Borrower granted to NBC a security interest in and to certain property, including the Intellectual Property; and

**AND WHEREAS** pursuant to an assignment agreement dated October 1, 2007, NBC has assigned all of its interests in, among other things, the General Security Agreement, to CALLIDUS CAPITAL CORPORATION (together with its successors, the "**Lender**"), with offices at Royal Trust Tower, 77 King Street West, Suite 4320, P.O. Box 212, Toronto, Ontario, M5K 1K2, and the Borrower acknowledged such assignment;

**NOW THEREFORE**, for good and valuable consideration, the receipt and sufficiency of which are acknowledged and in accordance with the terms and obligations set forth in the General Security Agreement, as assigned by NBC to the Lender, the Borrower confirms the grant to the Lender of a security interest in and to the Intellectual Property.

**DATED** at Toronto on this 10 day of MARCH, 2008.

**ENTERTAINMENT WORLD  
HOLDINGS INC.**

Per: 

Name:

Title:

**EXHIBIT "A"****CANADIAN TRADE-MARKS**

1. THE AVM ADVANTAGE, Registered, 624786, TMA369,299
2. THE AMAZING MUSIC MACHINE, Registered, 624,789, TMA373,339
3. THE AMAZING MUSIC NETWORK, Registered, 624,788 , TMA374203
4. THE AMAZING VIDEO NETWORK & DESIGN, Registered, 618304, TMA379100
5. AMAZING VIDEO, Registered, 605377, TMA384089
6. THE AMAZING MUSIC MACHINE & DESIGN, Registered, 626513, TMA387714
7. AVN, Registered, 624787, TMA365983
8. THE AMAZING VIDEO NETWORK, Registered, 605402, TMA352959
9. AVM, Registered, 600353, TMA349452
10. THE AMAZING VIDEO MACHINE, Registered, 600352, TMA349253
11. THE AMAZING VIDEO MACHINE AND DESIGN, Registered, 581005, TMA340619
12. JUST DVD, Registered, 1134281
13. FRESH BEANS GOURMET COFFEE, Registered, 878,966

**UNITED STATES TRADE-MARKS**

1. THE AMAZING VIDEO MACHINE, Registered, 73/687741, 1494920
2. THE AMAZING VIDEO MACHINE (2), Registered, 73/687,740, 1494919
3. AVM, Registered, 73/685978, 1522179
4. THE AMAZING VIDEO MACHINE (3), Registered, 73/685977, 1513145
5. THE AMAZING VIDEO MACHINE (4), Registered, 73/685976, 1513144