


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

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

<p><b>1. Name of conveying party(ies):</b> MEMORY EXPERTS INTERNATIONAL (MXI) INC.</p> <p><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 checked="" type="checkbox"/> Other <u>FEDERAL CHARTER: CANADA</u></p> <p>Citizenship (see guidelines) _____</p> <p>Additional names of conveying parties attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p><b>2. Name and address of receiving party(ies)</b> <input type="checkbox"/> Yes  Additional names, addresses, or citizenship attached? <input checked="" type="checkbox"/> No</p> <p>Name: <u>FONDS ALTERINVEST II, S.E.C.</u>  Internal Address: _____  Address: _____  Street Address: <u>5, PLACE VILLE-MARIE, SUITE 400</u>  City: <u>MONTREAL</u>  State: <u>QUEBEC</u>  Country: <u>CANADA</u>                      Zip: <u>H3B 5E7</u></p> <p><input type="checkbox"/> Association    Citizenship _____  <input type="checkbox"/> General Partnership    Citizenship _____  <input type="checkbox"/> Limited Partnership    Citizenship _____  <input type="checkbox"/> Corporation    Citizenship _____  <input checked="" type="checkbox"/> Other <u>BANK</u>                      Citizenship _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No  (Designations must be a separate document from assignment)</p>
<p><b>3. Nature of conveyance )/Execution Date(s) :</b>  Execution Date(s) <u>MAY 28, 2008</u></p> <p><input type="checkbox"/> Assignment                      <input type="checkbox"/> Merger  <input checked="" type="checkbox"/> Security Agreement              <input type="checkbox"/> Change of Name  <input type="checkbox"/> Other _____</p>	<p><b>4. Application number(s) or registration number(s) and identification or description of the Trademark.</b></p> <p>A. Trademark Application No.(s) _____  B. Trademark Registration No.(s) _____  SEE APPENDIX A</p> <p style="text-align: right;">Additional sheet(s) attached? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):  SEE APPENDIX A</p>
<p><b>5. Name &amp; address of party to whom correspondence concerning document should be mailed:</b>  Name: <u>ME LUC RICHARD</u>  Internal Address: _____  Street Address: <u>500, PLACE D'ARMES, SUITE 2420</u>  City: <u>MONTREAL</u>  State: <u>QUEBEC, CANADA</u>              Zip: <u>H2Y 2W2</u>  Phone Number: <u>514-845-3533</u>  Fax Number: <u>514-845-9522</u>  Email Address: <u>lrichard@morencyavocats.com</u></p>	<p><b>6. Total number of applications and registrations involved:</b> <span style="border: 1px solid black; padding: 2px 10px;">11</span></p> <p><b>7. Total fee (37 CFR 2.6(b)(6) &amp; 3.41) \$ <u>440</u></b></p> <p><input checked="" type="checkbox"/> Authorized to be charged by credit card  <input type="checkbox"/> Authorized to be charged to deposit account  <input type="checkbox"/> Enclosed</p> <p><b>8. Payment information:</b></p> <p>a. Credit Card    Last 4 Numbers <u>4579</u>  Expiration Date <u>09/09</u></p> <p>b. Deposit Account Number _____  Authorized User Name _____</p>
<p><b>9. Signature:</b>  _____  <span style="margin-left: 200px;">Signature</span></p> <p style="text-align: center;"><u>LUC RICHARD</u>  Name of Person Signing</p>	<p style="text-align: right;">JUNE 25, 2008  Date</p> <p>Total number of pages including cover sheet, attachments, and document: <span style="border: 1px solid black; padding: 2px 10px;">7</span></p>

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

**TRADEMARK**

700375981

**REEL: 003802 FRAME: 0715**

OP \$290.00 78863776

**APPENDIX A**

- US Trade-mark serial number 78853775 filed on April 4, 2006 for the trade-mark MXI Security;
- US Trade-mark serial number 78679813 filed on July 27, 2005 for the trade-mark Stealth MXP;
- US Trade-mark serial number 78679775 filed on July 27, 2005 for the trade-mark Stealth Bio Token;
- US Trade-mark serial number 78666514 filed on July 8, 2005 for the trade-mark Security in Motion;
- US Trade-mark serial number 78660183 filed on June 28, 2005 for the trade-mark MXI;
- US Trade-mark serial number 77392250 filed on February 8, 2008 for the trade-mark Stealth Mini;
- US Trade-mark serial number 77041429 filed on November 10, 2006 for the trade-mark Outbacker MXP;
- US Trade-mark serial number 78853811 filed on April 4, 2006 for the trade-mark MXI Access;
- US Trade-mark serial number 78903693 filed on June 8, 2006 for the trade-mark Clipdrive Bio;
- US Trade-mark serial number 78463760 filed on August 6, 2004 for the trade-mark Outbacker;
- US Trade-mark serial number 78091008 filed on October 31, 2001 for the trade-mark Clipdrive;



**PROCURATION**

---

**FONDS ALTERINVEST II S.E.C.**, société en commandite agissant par son commandité **BANQUE DE DÉVELOPPEMENT DU CANADA**, corporation bancaire continuant la personnalité morale de la Banque Fédérale de Développement par une loi du Parlement du Canada, 42-43-44 Élisabeth II (1994-1995), sanctionnée le 13 juillet 1995, ayant son siège social au 5, Place Ville-Marie, bureau 300, Montréal (Québec) H3B 5E7, agissant à ces présentes et représenté par Louis-David Julien et par Patrice Sédillot, dûment autorisés aux fins des présentes, tel qu'ils le déclarent,

NOMME ET CONSTITUE:

Me Luc Richard, Avocat

son mandataire spécial à qui il donne pouvoir de signer en son nom, tous actes et documents et autres effets qu'il juge nécessaire contenant les conditions et garanties attachées à l'investissement #028226-02 consenti à « **Memory Experts International (MXI) Inc.** », selon les termes et conditions de la Lettre d'Offre d'Investissement de ladite Banque et des annexes qui en font partie, datée du 31 mars 2008.

**FAIT ET SIGNÉ** en la cité de Montréal, province de Québec, ce 4<sup>ème</sup> jour du mois d'avril deux mille huit (2008).

**FONDS ALTERINVEST II, S.E.C.**, société en commandite agissant par son commandité **BANQUE DE DÉVELOPPEMENT DU CANADA.**

---

A handwritten signature in black ink, appearing to read 'L. D. Julien', written over a horizontal line.

Par : Louis-David Julien, Directeur Général  
Financement subordonné

A handwritten signature in black ink, appearing to read 'P. Sédillot', written over a horizontal line.

Par : Patrice Sédillot, Directeur  
Financement subordonné

**TRADEMARK**

**REEL: 003802 FRAME: 0717**

### Security Agreement

In consideration of a loan that was granted by FONDS ALTERINVEST II S.E.C., acting through the 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") on May 28<sup>th</sup>, 2008, the receipt and adequacy of which is hereby acknowledged, Memory Experts International (MXI) inc. (the "Assignor"), whose full post office address is 2321, Cohen Street, Saint-Laurent, H4R 2N7, Province of Quebec, Canada, hereby confirms having assigned to Assignee, a security interest in and to Trade-mark Registrations:

- US Trade-mark serial number 78853775 filed on April 4, 2006 for the trade-mark MXI Security;
- US Trade-mark serial number 78679813 filed on July 27, 2005 for the trade-mark Stealth MXP;
- US Trade-mark serial number 78679775 filed on July 27, 2005 for the trade-mark Stealth Bio Token;
- US Trade-mark serial number 78666514 filed on July 8, 2005 for the trade-mark Security in Motion;
- US Trade-mark serial number 78660183 filed on June 28, 2005 for the trade-mark MXI;
- US Trade-mark serial number 77392250 filed on February 8, 2008 for the trade-mark Stealth Mini;
- US Trade-mark serial number 77041429 filed on November 10, 2006 for the trade-mark Outbacker MXP;
- US Trade-mark serial number 78853811 filed on April 4, 2006 for the trade-mark MXI Access;
- US Trade-mark serial number 78903693 filed on June 8, 2006 for the trade-mark Clipdrive Bio;
- US Trade-mark serial number 78463760 filed on August 6, 2004 for the trade-mark Outbacker;
- US Trade-mark serial number 78091008 filed on October 31, 2001 for the trade-mark Clipdrive;
- US Patent number D524,315 issued on July 4, 2006;
- US Patent number D515,087 issued on February 14, 2006;

This assignment is effective on 28<sup>th</sup> day of May, 2008

Signed at the City of Montreal, this 28<sup>th</sup> day of May 2008.

**MEMORY EXPERTS INTERNATIONAL (MXI) INC.**

  
By: Guadalupe REUSING  
Title: Administrator

**APPENDIX A**

- US Trade-mark serial number 78853775 filed on April 4, 2006 for the trade-mark MXI Security;
- US Trade-mark serial number 78679813 filed on July 27, 2005 for the trade-mark Stealth MXP;
- US Trade-mark serial number 78679775 filed on July 27, 2005 for the trade-mark Stealth Bio Token;
- US Trade-mark serial number 78666514 filed on July 8, 2005 for the trade-mark Security in Motion;
- US Trade-mark serial number 78660183 filed on June 28, 2005 for the trade-mark MXI;
- US Trade-mark serial number 77392250 filed on February 8, 2008 for the trade-mark Stealth Mini;
- US Trade-mark serial number 77041429 filed on November 10, 2006 for the trade-mark Outbacker MXP;
- US Trade-mark serial number 78853811 filed on April 4, 2006 for the trade-mark MXI Access;
- US Trade-mark serial number 78903693 filed on June 8, 2006 for the trade-mark Clipdrive Bio;
- US Trade-mark serial number 78463760 filed on August 6, 2004 for the trade-mark Outbacker;
- US Trade-mark serial number 78091008 filed on October 31, 2001 for the trade-mark Clipdrive;