

## 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
eCHALK Inc.		12/23/2008	CORPORATION: DELAWARE

## RECEIVING PARTY DATA

Name:	MMV Finance Inc.
Street Address:	370 King Street West, Suite 604
City:	Toronto, Ontario
State/Country:	CANADA
Postal Code:	M5V 1J9
Entity Type:	CORPORATION: CANADA

## PROPERTY NUMBERS Total: 3

Property Type	Number	Word Mark
Serial Number:	77173841	
Serial Number:	77423192	ECHALK
Registration Number:	2618569	ECHALK

## CORRESPONDENCE DATA

Fax Number: (212)571-9424

*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*

Phone: (212) 571-0068

Email: tms@usulaw.com

Correspondent Name: Ullman, Shapiro &amp; Ullman, LLP

Address Line 1: 299 Broadway, Suite 1700

Address Line 4: New York, NEW YORK 10007

ATTORNEY DOCKET NUMBER:

A&amp;B ECHALK ASSIGNMENT

## DOMESTIC REPRESENTATIVE

Name:

900123736

TRADEMARK  
REEL: 003912 FRAME: 0266

OP \$90.00 77173841

Address Line 1:

Address Line 2:

Address Line 3:

Address Line 4:

NAME OF SUBMITTER:

Sarah B. Kickham

Signature:

/sbkickham/

Date:

12/31/2008

Total Attachments: 2

source=eChalk Assignment#page1.tif

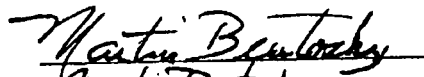
source=eChalk Assignment#page2.tif

## CONFIRMATION OF GRANT OF SECURITY INTEREST

This will confirm that, pursuant to a general security agreement (hereinafter referred to as the "GSA") dated as of December 23, 2008, between eCHALK INC., a corporation organized under the laws of the State of Delaware (hereinafter referred to as "eCHALK"), whose full post office address is 199 Water Street, 16<sup>th</sup> Floor, New York, NY 10038 and MMV Finance Inc. (hereinafter referred to as "MMV"), a specialty finance corporation incorporated under the laws of Canada, whose full post office address is 370 King Street West, Suite 604, Toronto, Ontario, M5V 1J9, and for good and valuable consideration, the receipt and sufficiency of which are hereby confirmed and acknowledged, eCHALK confirms that it has granted to MMV a security interest, lien and charge in all of eCHALK's right, title and interest in and to the intellectual property listed on the Schedule attached hereto, including, without limitation, the issued copyright registrations, trademark registrations, Letters Patent, and any applications for copyright, trademark and patent listed therein, and in and to any and all continuations, continuations-in-part, divisions, reissues and re-examinations which claim priority therefrom, the same to be held and enjoyed by MMV, strictly subject to the terms of the GSA.

**EXECUTED** at New York this 23rd day of December, 2008.

ECHALK INC.

By:   
Name: Martin Bratsky  
Title: CEO

I have authority to bind the Corporation

---

TRADEMARK

REEL: 003912 FRAME: 0268

## SCHEDULE OF INTELLECTUAL PROPERTY

### **U.S. Patent s**

<u>Description</u>	<u>U.S. Patent No.</u>	<u>Date</u>
SYSTEM AND METHOD FOR CREATING, PROCESSING AND MANAGING EDUCATIONAL CONTENT WITHIN AND BETWEEN SCHOOLS	6,813,474	11/2/2004

### **U.S Trademarks**

<u>Description</u>	<u>Application /Registration Number</u>	<u>Application/ Registration Date</u>
(HERMIE DEVICE LOGO)	77173841	5/06/2007
ECHALK	2618569	9/10/2002
ECHALK	77423192	3/16/2008

### **Canadian Trademark:**

ECHALK

Application No. 1094216

Registration No. TMA586519 4/8/2003

4715943.1