

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
Exchange Solutions, Inc.		10/29/2008	CORPORATION: CANADA

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: 12

Property Type	Number	Word Mark
Serial Number:	78620973	CONNECTED
Registration Number:	3359581	EXCHANGE SOLUTIONS
Registration Number:	3362307	EXCHANGE SOLUTIONS
Serial Number:	78755704	CCRM
Serial Number:	78755705	CUSTOMER-TO-COMPANY RELATIONSHIP MANAGEMENT
Serial Number:	78756779	CUSTOMER + COMPANY RELATIONSHIP MANAGEMENT
Serial Number:	78756773	C+CRM
Serial Number:	78801861	YOUR OUR
Serial Number:	78826951	EXCHANGE OPTIMIZER
Serial Number:	78828109	VALUE EXCHANGE OPTIMIZER
Serial Number:	78840845	ESI
Serial Number:	78840847	POWERED BY ESI

CORRESPONDENCE DATA

OP \$315.00 78620973

Fax Number: (212)571-9424
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Email: tms@usulaw.com
Correspondent Name: Ullman, Shapiro & Ullman, LLP
Address Line 1: 299 Broadway, Suite 1700
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ATTORNEY DOCKET NUMBER:

EXCH. SOLUTIONS. ASSGNT

DOMESTIC REPRESENTATIVE

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

NAME OF SUBMITTER:

Sarah B. Kickham

Signature:

/sbkickham/

Date:

01/20/2009

Total Attachments: 5

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ESI Ref# /	TRADEMARK	Status
* ESITM-1 USA Application No. 78/620973	ConnectEd	Pending application
ESITM-1 CANADA Application No. 1265003	ConnectEd	Pending application
* ESITM-2 USA Registration No. 3359581	Exchange Solutions	Registered Trademark with USPTO
ESITM-2 CANADA Application No. 1297149	Exchange Solutions	Pending application
* ESITM-3 USA Registration No. 3362307	Exchange Solutions (Logo)	Registered Trademark with USPTO
ESITM-3 CANADA Application No. 1297150	Exchange Solutions (Logo)	Pending application
* ESITM-4 USA Application No. 78/755704	CCRM	Approved by Trademark Examiner – Statement of Use Required
ESITM-4 CANADA Application No. 1301799	CCRM (logo)	Pending application
* ESITM-5 USA Application No. 78/755705	Customer-to-Company Relationship Management	Pending application
* ESITM-6 USA Application No. 78/756779	Customer + Company Relationship Management	Approved by Trademark Examiner – Statement of Use Required
* ESITM-7 USA Application No. 78/756773	C + CRM	Pending application
* ESITM-8 USA Application No. 78/801861	Your-Our (Logo)	Approved by Trademark Examiner – Statement of Use Required

ESI Ref# /	TRADEMARK	Status
* ESITM-9 USA Application No. 78/826951	Exchange Optimizer	Approved by Trademark Examiner – Statement of Use Required
* ESITM-10 USA Application No. 78/828109	Value Exchange Optimizer	Approved by Trademark Examiner – Statement of Use Required
* ESITM-11 USA Application No. 78/840845	ESI	Pending application
* ESITM-12 USA Application No. 78/840847	Powered by ESI (logo)	Pending application

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CONFIRMATION OF GRANT OF SECURITY INTEREST

This will confirm that, pursuant to a general security agreement (hereinafter referred to as the "GSA") dated April 22, 2008 between Exchange Solutions, Inc., a corporation organized under the laws of the Province of Ontario (hereinafter referred to as "ESI"), whose full post office address is 250 Yonge Street, 18th Floor, Toronto, ON M5B 2L7, 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, ESI confirms that it has granted to MMV a security interest, lien and charge in all of ESI's right, title and interest in and to the intellectual property listed on the Schedule attached hereto, including, without limitation, the copyrights, trademarks, patents and trademark and patent applications and registrations listed therein, and in and to any and all continuations, continuations-in-part, updates, developments, divisions, reissues and re-examinations which issue therefrom, the same to be held and enjoyed by MMV, strictly subject to the terms of the GSA.

EXECUTED at Toronto, Ontario as of this 29 day of October, 2008.

EXCHANGE SOLUTIONS, INC.

By: Maureen Drew
Name: Maureen Drew
Title: VP Finance

I have authority to bind the Corporation

SCHEDULE OF INTELLECTUAL PROPERTY

PATENTS			
ESI Ref# / Application #	Application Date	Title	Status
ESIP-1 (60/176,927)	Provisional (1/20/00)	Value Exchange	Priority claimed by ESIP-11
ESIP-4 (60/658,279)	Provisional (03/03/05)	Constituency Value Exchange Optimization Method	Priority claimed by ESIP-11
ESIP-5 (60/698,228)	Provisional (07/11/05)	Constituency Value Exchange Optimization Method	Priority claimed by ESIP-11
ESIP-6 (60/723,687)	Provisional (10/05/05)	Purchasing system and method	Priority claimed by ESIP-11
ESIP-7 (60/762,208)	Provisional (01/24/06)	Purchasing system and method	Priority claimed by ESIP-11 and ESIP-12
ESIP-8 (60/772,115)	Provisional (02/10/06)	Transaction system and method	Priority claimed by ESIP-11 and ESIP-12
ESIP-9 (11/367,130)	Utility (03/03/06)	Transaction system and method, and apparatus	Temporary "placeholder" utility app to "bridge" ESIP-11 and earlier ESI app
ESIP-10 (60/824,276)	Provisional (08/31/06)	Bartering system and method	Priority claimed by ESIP-11 and ESIP-12
ESIP-11 (11/618,735)	Utility (12/30/06)	System and method for value exchange capability	Pending before USPTO
ESIP-12 (11/618,736)	Utility (12/30/06)	System and method for value exchange capability	Pending before USPTO
ESIP-13 (60/951,701)	Provisional (07/24/07)	System and method for an online exchange portal	Pending provisional application
ESIP-14 (61/036,448)	Provisional (02/13/08)	System and method for an online exchange community	Pending provisional application

ESI Ref# /	TRADEMARK	Status
ESITM-1	ConnectEd	Pending application
ESITM-1CANADA	ConnectEd	Pending application
ESITM-2	Exchange Solutions	Registered Trademark with USPTO
ESITM-2CANADA	Exchange Solutions	Pending application
ESITM-3	Exchange Solutions (Logo)	Registered Trademark with USPTO
ESITM-3CANADA	Exchange Solutions (Logo)	Pending application
ESITM-4	CCRM	Approved by Trademark Examiner – Statement of Use Required
ESITM-4CANADA	CCRM	Pending application
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ESITM-10	Value Exchange Optimizer	Approved by Trademark Examiner – Statement of Use Required
ESITM-11	ESI	Pending application
ESITM-12	Powered by ESI	Pending application