

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	security interest, lien and charge		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
HighRoads, Inc.		04/16/2009	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: 1			
Property Type	Number	Word Mark	
Registration Number:	3573696	THE LAB	
CORRESPONDENCE DATA			
Fax Number:	(212)571-9424		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	(212) 571-0068		
Email:	tms@usulaw.com		
Correspondent Name:	Ullman, Shapiro & Ullman, LLP		
Address Line 1:	299 Broadway, Suite 1700		
Address Line 4:	New York, NEW YORK 10007		
ATTORNEY DOCKET NUMBER:	A&B/HIGHROADS ASSIGN		
DOMESTIC REPRESENTATIVE			
Name:			
Address Line 1:			
Address Line 2:			
Address Line 3:			

OP \$40.00 3573696

Address Line 4:

NAME OF SUBMITTER:

Sarah B. Kickham

Signature:

/sbkickham/

Date:

04/20/2009

Total Attachments: 2

source=HighRoads Assignment#page1.tif

source=HighRoads 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 April 17, 2009, between HighRoads, Inc., a corporation organized under the laws of the Delaware (hereinafter referred to as "HighRoads"), whose full post office address is 125 Presidential Way, Woburn, MA 01801 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, HighRoads confirms that it has granted to MMV a security interest, lien and charge in all of HighRoads'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 Woburn, Massachusetts this 16th day of April, 2009.

HIGHROADS, INC.

By: 

Name: Michael Byers

Title: CEO - President

I have authority to bind the Corporation

SCHEDULE "A"

Patents

<u>Description</u>	<u>Patent/App. No.</u>	<u>File Date</u>
Methods and systems for Comparing Employee Insurance Plans Among Peer Groups	12/169104	July 8, 2008

Trademarks

<u>Mark</u>	<u>Filing Date</u>	<u>Application Number</u>	<u>Registration Date</u>	<u>Registration Number</u>	<u>Status and Goods / Services Description</u>
THE LAB	12/04/07	77/343,218	02/10/09	3573696	Online services, namely, providing an information database in the field of human resources and employee benefits; providing online electronic reports in the field of human resources and employee benefits.

5102647.1