

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
National Bank of Canada, as administrative agent		03/23/2010	Canadian Chartered Bank: CANADA
RECEIVING PARTY DATA			
Name:	Northstar Aerospace, Inc.		
Street Address:	180 Market Drive		
City:	Milton		
State/Country:	CANADA		
Postal Code:	L9T 3H5		
Entity Type:	CORPORATION: ONTARIO		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	2880021	NORTHSTAR AEROSPACE	
Registration Number:	2856449	NORTHSTAR AEROSPACE	
CORRESPONDENCE DATA			
Fax Number:	(312)258-5700		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	312-258-5724		
Email:	cbollinger@schiffhardin.com		
Correspondent Name:	Chris L. Bollinger		
Address Line 1:	P.O. Box 06079		
Address Line 2:	Schiff Hardin LLp		
Address Line 4:	Chicago, ILLINOIS 60606-0079		
ATTORNEY DOCKET NUMBER:	27662-0031		
DOMESTIC REPRESENTATIVE			
Name:			

CH \$65.00 2880021

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**TRADEMARK
 REEL: 004181 FRAME: 0927**

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

NAME OF SUBMITTER:

Chris L. Bollinger

Signature:

/Chris L. Bollinger/

Date:

04/07/2010

Total Attachments: 6

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TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS (US)

THIS TERMINATION AND RELEASE OF SECURITY INTERESTS IN TRADEMARKS (this "Release") is made in favor of Northstar Aerospace, Inc., an Ontario corporation ("Grantor"), with an office at 180 Market Drive, Milton, Ontario L9T 3H5, as assignee of Northstar Aerospace (USA) Inc., a Delaware corporation, by National Bank of Canada, in its capacity as administrative agent (in such capacity, the "Agent"), with offices at 4th Floor Podium, 130 King Street West, Toronto, Ontario, M5X 1J9, for certain financial institutions (the "Lenders").

WHEREAS, Grantor has granted to Agent, for the benefit of itself and Lenders, a lien on and security interest in all of Grantor's right, title and interest in and to the trademarks and trademark registrations set forth on Schedule 1 attached hereto (collectively, the "Trademarks");

WHEREAS, Agent's lien and security interest in the Trademarks was recorded with the United States Patent and Trademark Office on September 18, 2003 at Reel/Frame 2718/0313.

WHEREAS, Grantor has paid all of its outstanding indebtedness to Agent and the Lenders.


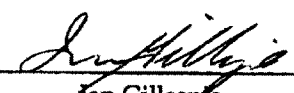
WHEREAS, Agent wishes to terminate, cancel and release all liens and security interests it has in and on the Trademarks and to reassign to Grantor all right, title and interest it has in and to the Trademarks.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Agent hereby terminates, cancels and releases all liens and security interests it has in and on the Trademarks and reassigns to Grantor all right, title and interest it has in and to the Trademarks.

Agent shall take all further actions, and provide to Grantor, its successors, assigns or other legal representatives, all such cooperation and assistance (including, without limitation, the execution and delivery of any and all documents or other instruments), reasonably requested by Grantor to more fully and effectively effectuate the purposes of this Release.

IN WITNESS WHEREOF, Agent has caused this Release to be executed by its duly authorized representatives as of this 23 day of March, 2010.

NATIONAL BANK OF CANADA, AS AGENT

By:  
Name: Julie Griffin Ian Gillespie
Title: Vice-President Managing Director

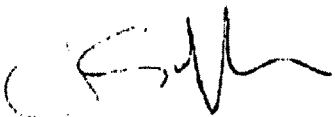
SCHEDULE 1

Trademarks

<u>Trademark</u>	<u>Registration No.</u>	<u>Registration Date</u>
Northstar Aerospace	2880021	August 31, 2004
Northstar Aerospace	2856449	June 22, 2004



CERTIFICATE OF INCUMBENCY AND SIGNATURE

NAME	OFFICE	SIGNATURE
Julie Griffin	Vice-President	

I, the undersigned, Mélanie Frappier, Assistant Secretary of National Bank Financial Inc., DO HEREBY CERTIFY that the above-mentioned individual has been duly appointed to the office in National Bank Financial Inc. set opposite her name, that such individual is now holding the office set opposite her name and is acting as such, and that the signature appearing opposite her name is a true specimen of her signature.



Dated and signed in Montreal, this 8th day of January 2010.



Mélanie Frappier
Assistant Secretary



CERTIFICATE OF INCUMBENCY AND SIGNATURE

NAME	OFFICE	SIGNATURE
Paul DeMelo	Managing Director, Corporate and Investment Banking and Head of Corporate Banking	
Ian Gillespie	Managing Director, Corporate Banking and Head, Central Group	

I, the undersigned, Mélanie Frappier, Assistant Secretary of National Bank Financial Inc., DO **HEREBY CERTIFY** that the above-mentioned individuals have been duly appointed to the office in National Bank Financial Inc. set opposite their names, that such individuals are now holding the office set opposite their names and are acting as such, and that the signature appearing opposite their names is a true specimen of their signatures.

Dated and signed in Montreal, this 12th day of January, 2010.



Mélanie Frappier
Assistant Secretary

CREDIT, SECURITY, MORTGAGE, DISCHARGE AND RELATED TOPICS

RESOLUTION NO. 4 of NATIONAL BANK OF CANADA, constituted under the *Bank Act* and having its Head Office at 600 De La Gauchetière West, Montreal, H3B 4L2.

Excerpt from the Minutes of a Meeting of the Board of Directors of National Bank of Canada, held on December 10, 2009.

IT WAS UNANIMOUSLY RESOLVED THAT:

1. The officers specified in Section 3 may act alone to exercise the powers conferred hereunder, provided that the value of the initial transaction be less than five hundred thousand dollars (\$500,000). Where such value is equal to or greater than five hundred thousand dollars (\$500,000), or if no value can be determined, two of the officers specified in Section 3 must act jointly for the Bank's commitment to be valid.

Consequently, and according to the rules established above, the officers may and are hereby authorized, for and on behalf of National Bank of Canada, to:

- a) **BE A PARTY TO**, on behalf of the Bank, any and all credit agreements, agreements with regard to domestic or international loans and all related documents, whether in association or not with other banks or financial institutions, as well as any agreement under which the Bank buys or sells in whole or in part participations in such loans;
 - b) **BE A PARTY TO** any letters of guarantee in favour of other banks and financial institutions;
 - c) **GRANT**, with or without consideration, any priority, claim, subrogation, transfer, limitation, discharge, mainlevée or release of hypothec or mortgage or all other rights, real or personal, movable or immovable;
 - d) **EFFECT** all settlements and release the debtors or guarantors;
 - e) **CONSENT**, provided the Bank is the mortgage holder, to all deeds or instruments evidencing servitudes, easements or other rights, declarations of co-ownership as well as to all and any subdivision, cancellation, redivision, correction of lots or any other transaction affecting lots;
 - f) **ACQUIRE** by purchase, giving in payment, or any other means, for such charges and under such terms and conditions deemed fit, any movable or immovable property in payment of a debt owing to the Bank;
 - g) **SELL** or **OTHERWISE DISPOSE OF** any movable or immovable, real or personal property acquired by the Bank in payment of a debt or upon the realization of its security, receive payment, in accordance with the terms and conditions deemed appropriate, and, if applicable, give discharge therefor;
 - h) **BE A PARTY TO** any operation on sovereign-risk loans and securities related thereto (the "Securities") and in particular, without however limiting the generality of the foregoing, borrowing and lending agreements, swaps, assignment agreements, purchase agreements, sale agreements, options and participation agreements on any Securities;
 - i) **DO** all things necessary in accordance with the powers set out herein, with specific reference to a ship, the rigging, tackle, outfit, equipment, accessories, boats and all pieces or parts thereof, in accordance with the provisions of the Canada Shipping Act.
2. Any one of the officers specified in Section 3 be and are hereby authorized, for and on behalf of National Bank of Canada, to:
 - a) **ENTER INTO** a mortgage guaranteeing to the Bank the repayment and performance of any commitment;
 - b) **DO** all things necessary to register or publish the rights resulting from such document, agreement or deed, as applicable.

3. The officers are :

The President and Chief Executive Officer;
The Chief Financial Officer and Executive Vice-President, Finance, Risk and Treasury;
The Executive Vice-President, Personal and Commercial Banking;
The Executive Vice-President, Wealth Management and Co-President and Co-Chief Executive Officer, National Bank Financial;
The Executive Vice-President, Financial Markets and Co-President and Co-Chief Executive Officer, National Bank Financial;
The Senior Vice-Presidents;
The Vice-Presidents;
The Vice-President and Corporate Secretary;
The Assistant Secretary;
The Senior Managers;
The Regional Managers;
The Senior Managers Supervisory;
The Managers, Assistance Center;
The Managers, Commercial Processing Center;
The Managers, Commercial Credit;
The Managers, Commercial Banking;
The Managers, National Accounts;
The Managers, Global Cash Management;
The Department Managers;
The Managers, Administration;
The Managers, Business Development;
The Sales Managers;
The Branch Managers;

The Manager, Retail Credit Center;
The Managers, Retail Credit;
The Section Managers, Credit;
The Senior Managers, Credit;
The Managers, Credit;
The Managers, Investment and Financial Planners;
The Managers, Customer Service and Financial Services Advisors;
The Advisor, Personal Banking;
The Managers, Customer Service;
The Managers, Corporate Banking;
The Section Managers;
The Team Managers;
The Manager, Mortgage Processing Center;
The Managers, Oilfield Services;
The Managers, Energy;
The Private Bankers, Private Clients Counsels and Services;
The Senior Advisor, Investment;
The Senior Legal Advisor, Toronto;
The Leasing Advisor;
The Officers, Loan Recovery Management;
The Account Officers;
The Senior Advisor, Solutions Banking;
The Advisors, Solutions Banking;
The Technical Advisors;
The Financial Planners;
The Personal Bankers;
The Senior Clerks, Mortgage Processing Center;
The Senior Clerks, Toronto Assistance Center; and

The officers and employees of NATIONAL BANK FINANCIAL INC. designated in the attached list, as authorized by its resolution on the subject matter which list includes their name and specimen signature, drawn up by the Executive Vice-President and Chief Financial Officer, the Vice-President – Finance and Control, the Corporate Secretary or the Assistant Secretary of National Bank Financial Inc., as applicable, which list can be updated or amended from time to time.

4. The officers specified in Section 3 be and are hereby authorized, for and on behalf of National Bank of Canada, within the powers conferred upon them hereinabove, to :
- a) TAKE any action necessary to give full force and effect to this resolution;
 - b) EXECUTE any document, agreement or deed to give full force and effect to the powers conferred hereby and without being required to affix the Bank seal to guarantee the validity thereof or make such documents, agreements or deeds enforceable;
 - c) DESIGNATE by way of a power of attorney in due form the person of their choice to exercise the powers conferred hereby.
5. The signature of the Corporate Secretary or of the Assistant Secretary of the Bank for the certification of Resolution No. 4 may be printed, engraved or reproduced by any mechanical process and such resolution shall not require the Bank seal to be valid.

I, the undersigned, hereby certify that the foregoing is a faithful translation of a resolution duly passed by the Board of Directors of National Bank of Canada at a meeting duly called and held on December 10, 2009 and that this resolution which took effect on February 1st, 2010 has not been revoked or amended and is still in full force and effect as of the date hereof.

Montreal,



Martin-Pierre Boulianne
Assistant Secretary