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Docket No.:

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To the Director of the United States Patent and Trademark Office: Please record the attached original documents or copy thereof.

12-17-10

1. Name of conveying party(ies):
UFA Holdings, Inc.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State
 Other _____

Additional names(s) of conveying party(ies) Yes No

2. Name and address of receiving party(ies):

Name: Roynat Asset Finance Division
Internal Address: Roynat Inc.
Street Address: 40 King Street West, 25th Floor
City: Toronto Province Ontario ZIP: M5H 1H1

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State _____
 Other Corporation, Ontario, Canada

If assignee is not domiciled in the United States, a domestic designation is attached Yes N
(Designations must be a separate document from Additional name(s) & address(es) Yes N

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: December, 2010

4. Application number(s) or registration numbers(s):

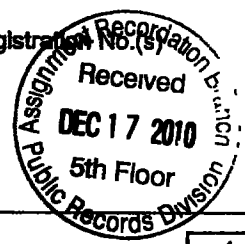
A. Trademark / Service Mark Application No.(s)

Additional numbers

B. Trademark / Service Mark Registration No.(s)

1126617

Yes No



5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Leslie Mark Greenbaum
Internal Address: _____
Gross, Shuman, Brizdle & Gilfillan, P.C.
Street Address 465 Main Street, Suite 600
City Buffalo State: NY ZIP: 14203

6. Total number of applications and registrations involved 1

7. Total fee (37 CFR 3.41):\$ 40.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: _____

DO NOT USE THIS SPACE

9. Statement and signature.
To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Leslie Mark Greenbaum [Signature]
Name of Person Signing Signature

December 15, 2010
Date

Total number of pages including cover sheet, attachments, and 4

Mail documents to be recorded with required cover sheet information to:
Mail Stop Recordation Services
Director of the United States Patent and Trademark Office
P.O. Box 1450, Alexandria, VA 22313-1450

NOTICE OF SECURITY INTEREST IN INTELLECTUAL PROPERTY

WHEREAS UFA Holdings, Inc., a corporation incorporated by special act of the Province of Alberta (the "Debtor"), whose full address is 4838 Richard Road S.W., Suite 700, Calgary, Alberta T3E 6L1, is the owner of the registered trade marks set forth in Attachment 1 attached hereto (collectively, the "Intellectual Property");


AND WHEREAS Roynat Asset Finance, a division of Roynat Inc., a corporation incorporated under the laws of Canada (the "Lender"), whose full address is 40 King Street West, 25th Floor, Toronto, ON M5H 1H1, entered into, *inter alia*, a general security agreement with the Debtor dated on or about the date hereof by which the Debtor granted to the Lender a security interest and lien in all of its property, including the Intellectual Property (the "General Security Agreement");


NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and in accordance with the terms and obligations set forth in the General Security Agreement, the Debtor hereby confirms the granting of a security interest and lien in the Intellectual Property to the Lender.

THE DEBTOR hereby certifies that the aforementioned information as it relates to the Debtor is true and accurate.

DATED: December 10, 2010.

UFA HOLDINGS, INC.

By: 
Name: Bob Nelson
Title: Chief Executive Officer

By: 
Name: Peter Malnychuk
Title: Chief Financial Officer

Execution Copy

Attachment 1

CANADIAN TRADEMARKS

Trademark	TMA Registration No.	Renewa l Date	Application Date	Application Serial No.
N/A				

US TRADEMARKS

Serial Number	Reg. Number	Word Mark
73153358	1126617	G.I. JOE'S

7507461 1

Execution Copy