

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
Moodlerooms, Inc.		06/08/2011	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	MMV Capital Partners Inc.		
Street Address:	370 King Street West		
Internal Address:	Suite 604		
City:	Toronto		
State/Country:	ONTARIO		
Postal Code:	M5V 1J9		
Entity Type:	CORPORATION: CANADA		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	3794826	JOULE	
Registration Number:	3800984	POWER	
CORRESPONDENCE DATA			
Fax Number:	(513)977-8141		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	513-977-8527		
Email:	april.besl@dinslaw.com		
Correspondent Name:	April L. Besl		
Address Line 1:	255 E. 5th Street		
Address Line 2:	Suite 1900		
Address Line 4:	Cincinnati, OHIO 45202		
NAME OF SUBMITTER:	Christina M. Canfield		
Signature:	/christina m. canfield/		
Date:	06/13/2011		
Total Attachments: 2			
source=Signed Confirmation of Grant of SI - Moodlerooms Inc#page1.tif			
source=Signed Confirmation of Grant of SI - Moodlerooms Inc#page2.tif			

OP \$65.00 3794826

CONFIRMATION OF GRANT OF SECURITY INTEREST

This will confirm that, pursuant to a general security agreement (hereinafter referred to as the "GSA") dated June 8, 2011, between Moodlerooms, Inc., a corporation organized under the laws of the State of Delaware (hereinafter referred to as "Moodlerooms"), whose full post office address is 190 West Ostend Street, Baltimore, MD 21230, and MMV Capital Partners 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, Moodlerooms confirms that it has granted, and hereby grants, to MMV, security interest, lien and charge in all of Moodlerooms' 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 Baltimore, MD this 8~~th~~ day of June, 2011.

MOODLEROOMS, INC.

By: 

Name: Lou Pugliese

Title: CEO

I have authority to bind the Corporation

SCHEDULE OF INTELLECTUAL PROPERTY

Trademarks:

1. **Joule.** The PTO registered the "JOULE" mark on May 25, 2010 (Registration No. 3794826).
2. **Power.** The PTO registered the "POWER" mark on June 8, 2010 (Registration No. 3800984).

Patents:

None.

Copyrights:

None.

9554003.1