

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

|                              |                   |
|------------------------------|-------------------|
| <b>SUBMISSION TYPE:</b>      | NEW ASSIGNMENT    |
| <b>NATURE OF CONVEYANCE:</b> | SECURITY INTEREST |

**CONVEYING PARTY DATA**

| Name            | Formerly | Execution Date | Entity Type           |
|-----------------|----------|----------------|-----------------------|
| Agiliance, Inc. |          | 06/07/2011     | CORPORATION: DELAWARE |

**RECEIVING PARTY DATA**

|                          |                                       |
|--------------------------|---------------------------------------|
| <b>Name:</b>             | MMV Capital Partners Inc.             |
| <b>Street Address:</b>   | 370 King Street West                  |
| <b>Internal Address:</b> | Suite 604                             |
| <b>City:</b>             | Toronto, Ontario                      |
| <b>State/Country:</b>    | CANADA                                |
| <b>Postal Code:</b>      | M5V 1J9                               |
| <b>Entity Type:</b>      | Specialty Finance Corporation: CANADA |

**PROPERTY NUMBERS Total: 3**

| Property Type        | Number   | Word Mark                |
|----------------------|----------|--------------------------|
| Registration Number: | 3552222  | COMMON CONTROL FRAMEWORK |
| Registration Number: | 3380353  | AGILIANCE                |
| Serial Number:       | 85079036 | OPEN GRC BY AGILIANCE    |

**CORRESPONDENCE DATA**

Fax Number: (513)579-6457  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 5135796960  
 Email: trademarks@kmlaw.com  
 Correspondent Name: Courtney A. Laginess  
 Address Line 1: One East Fourth Street  
 Address Line 2: Suite 1400  
 Address Line 4: Cincinnati, OHIO 45202

**ATTORNEY DOCKET NUMBER:** A17150 (RGC109306)

**DOMESTIC REPRESENTATIVE**

**900194265**

**TRADEMARK  
 REEL: 004560 FRAME: 0339**

**OP \$90.00 3552222**

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

|  |                        |
|--|------------------------|
| NAME OF SUBMITTER:   | Courtney A. Laginess   |
| Signature:   | /Courtney A. Laginess/ |
| Date:  | 06/13/2011             |
| Total Attachments: 2<br>source=MMV-Agliance#page1.tif<br>source=MMV-Agliance#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 June 7, 2011, between Agiliance, Inc., a corporation organized under the laws of the State of Delaware (hereinafter referred to as "Agiliance"), whose full post office address is 2001 Gateway Place, Suite 315 West, San Jose, CA 95110 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, Agiliance confirms that it has granted, and hereby grants, to MMV, security interest, lien and charge in all of Agiliance'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 San Jose, CA this 7<sup>th</sup> day of June, 2011.

AGILIANCE, INC.

By: 

Name: Joe Fantuzzi

Title: President & CEO

I have authority to bind the Corporation

SCHEDULE OF INTELLECTUAL PROPERTY

Trademarks:

| MARK                           | REGISTRATION/<br>SERIAL NUMBER | REGISTRATION/<br>FILING DATE |
|--------------------------------|--------------------------------|------------------------------|
| COMMON CONTROL FRAMEWORK       | 3,552,222                      | 10/26/2006                   |
| AGILIANCE                      | 3,380,353                      | 1/22/2007                    |
| OPEN GRC BY AGILIANCE + design | 851079,036                     | 7/7/2010                     |

Patents:

ISSUED PATENTS

| Docket #    | Title                                | Appl No.   | Filing Date | Publication No. | Patent No. | Issue Date | Status |
|-------------|--------------------------------------|------------|-------------|-----------------|------------|------------|--------|
| AGLNNZ00300 | Automated Evidence Gathering         | 11/407,843 | 20-Apr-06   |                 | 7810156    | 5-Oct-10   | ISSUED |
| AGLNNZ00400 | Automated Enterprise Risk Assessment | 11/440,191 | 24-May-06   |                 | 7752125    | 6-Jul-10   | ISSUED |
| AGLNNZ00500 | Non-Determinative Risk Simulation    | 11/439,771 | 24-May-06   |                 | 7747494    | 29-Jun-10  | ISSUED |

PENDING PATENT APPLICATIONS

| Docket #    | Title  | Appl No.   | Filing Date | Publication No. | Patent No. | Issue Date | Status  |
|-------------|--|------------|-------------|-----------------|------------|------------|---------|
| AGLNNZ00100 | Integrated Enterprise-Level Compliance and Risk Management System                | 11/407,838 | 20-Apr-06   | US 2007-0250932 |            |            | Pending |
| AGLNNZ00200 | Virtual Asset Groups in a Compliance Management System                           | 11/407,842 | 20-Apr-06   | US 2007-0250424 |            |            | Pending |
| AGLNNZ00600 | Policy Enforcement Over Heterogeneous Assets                                     | 11/669,130 | 30-Jan-07   | US 2008-0183603 |            |            | Pending |
| AGLNNZ00700 | Risk-Assessment Questionnaire Response Verification - manual and automatic input | 11/674,525 | 13-Feb-07   | Non-Pub-Request |            |            | Pending |
| AGLNNZ00800 | Risk-Assessment Questionnaire Response Verification                              | 11/686,923 | 15-Mar-07   | Non-Pub-Request |            |            | Pending |
| AGLNNZ00900 | Objective Evaluation of Subjective Attributes                                    | 11/831,807 | 31-Jul-07   | Non-Pub-Request |            |            | Pending |
| AGLNNZ01000 | Survey Assistance Using Data From Different Domains                              | 12/013,272 | 11-Jan-08   | Non-Pub-Request |            |            | Pending |

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