

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
NORTHLAND PROPERTIES CORPORATION		06/15/2011	CORPORATION: CANADA
RECEIVING PARTY DATA			
Name:	HSBC BANK CANADA		
Street Address:	885 West Georgia Street		
Internal Address:	Suite 200		
City:	Vancouver, B.C.		
State/Country:	CANADA		
Postal Code:	V6C 3G1		
Entity Type:	Canadian Chartered Bank: CANADA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2883671	THE SUTTON PLACE HOTEL	
CORRESPONDENCE DATA			
Fax Number:	(703)299-0036		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	3303363932		
Email:	adrienne@wrb-ip.com		
Correspondent Name:	Adrienne L. White		
Address Line 1:	PO BOX 476		
Address Line 4:	Wadsworth, OHIO 44282		
ATTORNEY DOCKET NUMBER:	000321-041		
DOMESTIC REPRESENTATIVE			
Name:	Adrienne L. White		
Address Line 1:	PO BOX 476		

CH \$40.00 2883671

900196259

**TRADEMARK
 REEL: 004576 FRAME: 0014**

Address Line 4: Wadsworth, OHIO 44282

NAME OF SUBMITTER:	Adrienne L. White
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Signature:	/adrienne white/
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Date:	07/06/2011
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Total Attachments: 2 source=security-agt#page1.tif source=security-agt#page2.tif
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TRADE-MARK SECURITY AGREEMENT

This Trade-mark Security Agreement is entered into as of June 15, 2011,

BETWEEN:

HSBC BANK CANADA, a Canadian chartered bank having a place of business at Suite 200, 885 West Georgia Street, Vancouver, British Columbia, V6C 3G1
(the "Lender")

AND:

NORTHLAND PROPERTIES CORPORATION, a corporation continued under the laws of the Province of British Columbia having a place of business at Ste. 310 – 1755 West Broadway Vancouver, British Columbia, V6J 4S5
("NPC")

WHEREAS:

- A. NPC has become the owner of the intellectual property, namely the trade-marks, trade-mark registrations, applications and other intellectual property listed on Schedule A attached hereto; and
- B. NPC has entered into a Facility Letter dated May 27, 2011 (the "Facility Letter"), in which NPC, among others, has agreed to a borrow CAD108,000,000 loan (the "Loan") from the Lender and NPC has agreed to provide certain security to the Lender, including, executing and delivering this Trademark Security Agreement.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Lender and NPC hereby confirm that NPC has granted to the Lender, in accordance with the terms of the Facility Letter, a security interest in NPC's entire right, title and interest in and to the trade-marks, trade-mark registrations and applications listed on the attached Schedule A, together with the goodwill of the business symbolized by such marks, to secure the payment, observance and performance of the secured obligations of the NPC and others as set forth in the Facility Letter.

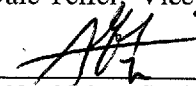
IN WITNESS WHEREOF the parties hereto have executed this Trade-mark Security Agreement as of the day and year first above written.

HSBC BANK CANADA

By:

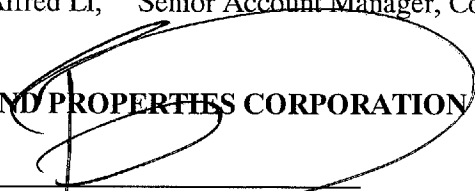

Dale Telfer, Vice President, Commercial Real Estate

And By:


Alfred Li, Senior Account Manager, Commercial Real Estate

NORTHLAND PROPERTIES CORPORATION

Per:


Tom Gagliardi, President

SCHEDULE A

TRADE-MARK	COUNTRY	APP. NO. OR REG. NO.	FILING DATE OR EFFECTIVE DATE OF REGISTRATION	STATUS
SUTTON PLACE	Canada	TMA280933	June 30, 1983	Expiring June 30, 2013
SUTTON PLACE HOTEL	Canada	TMA278284	March 31, 1983	Expiring March 31, 2013
LA GRANDE RESIDENCE	Canada	TMA368921	May 25, 1990	Expiring May 25, 2020
THE SUTTON PLACE HOTEL	United States of America	2883671	September 14, 2004	Expiring September 14, 2014

And all trade-marks, trade names, business names, internet domain names and related intellectual property rights associated or used in connection with any of the foregoing trade-marks or trade names (or any mark which is the subject of a trade-mark application) or associated or used in connection with any business carried on using one or more of the foregoing trade-marks or trade names (or any mark which is the subject of a trade-mark application).