

**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
HotChalk, Inc.		07/21/2011	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, ON
<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:	3390519	HOTCHALK
Registration Number:	3812370	THE LESSON PLANS PAGE
Registration Number:	3753597	MYCLASSES

**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 (RGC109723)

**DOMESTIC REPRESENTATIVE**

**900197790**

**TRADEMARK  
 REEL: 004589 FRAME: 0235**

**OP \$90.00 3390519**

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

NAME OF SUBMITTER:	Courtney A. Laginess
Signature:	/Courtney A. Laginess/
Date:	07/22/2011
Total Attachments: 3 source=MMV-Hotchalk#page1.tif source=MMV-Hotchalk#page2.tif source=MMV-Hotchalk#page3.tif	

**CONFIRMATION OF GRANT OF SECURITY INTEREST**

This will confirm that, pursuant to a general security agreement (hereinafter referred to as the "GSA") dated July 21, 2011, between HotChalk, Inc., a corporation organized under the laws of the State of Delaware (hereinafter referred to as "HotChalk"), whose full post office address is 1999 South Bascom Avenue, Suite 1020, Campbell, 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, HotChalk confirms that it has granted, and hereby grants, to MMV, security interest, lien and charge in all of HotChalk'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 Campbell, CA this 21st day of July, 2011.

HOTCHALK, INC.

By: 

Name: Edward Fields

Title: President & CEO

I have authority to bind the Corporation

TRADEMARK

REEL: 004589 FRAME: 0237

SCHEDULE OF INTELLECTUAL PROPERTY

<u>Case Number</u>	<u>Case Type</u>	<u>Country</u>	<u>Priority Case Number</u>	<u>Client Name, Client Case #</u>	<u>Status, Filing Date, App. Serial No.</u>	<u>Pat/Reg No., Issue/Reg Date</u>	<u>Title</u>	<u>Cnt</u>
HTCK-00101	US Patent	US		Hotchalk, Inc.(HTCK) No Client Case No.	Status: Converted Filed: [REDACTED] Serial #: 60/636,691 Conf #: None		Title: [REDACTED]	1
HTCK-00102	US Patent	US		Hotchalk, Inc.(HTCK) No Client Case No.	Status: Converted Filed: [REDACTED] Serial #: 60/681,895 Conf #: None		Title: [REDACTED]	2
HTCK-00103	US Patent	US		Hotchalk, Inc.(HTCK) No Client Case No.	Status: Abandoned Filed: [REDACTED] Serial #: 11/305,174 Conf #: None	Abandoned: 1/4/2011	Title: [REDACTED]	3
HTCK-00104	US Patent	US		Hotchalk, Inc.(HTCK) No Client Case No.	Status: Filed/RCE Filed: [REDACTED] Serial #: 11/303,808 Conf #: None		Title: [REDACTED]	4
HTCK-01000	US Trademark	US		Hotchalk, Inc.(HTCK) No Client Case No.	Status: Registered Filed: 6/13/2005 Serial #: 76/640,850 Conf #: None	Registered: 3/4/2008 Reg. #: 3,390,519	Title: HOTCHALK Notes: Intent-to-Use	5
HTCK-01200	US Trademark	US		Hotchalk, Inc.(HTCK) No Client Case No.	Status: Registered Filed: 5/14/2007 Serial #: 76/676,768 Conf #: None	Registered: 7/6/2010 Reg. #: 3,812,370	Title: THE LESSON PLANS PAGE Notes: Use	6
HTCK-01400	US Trademark	US		Hotchalk, Inc.(HTCK) No Client Case No.	Status: Registered Filed: 3/19/2008 Serial #: 77/426,533 Conf #: None	Registered: 3/2/2010 Reg. #: 3,753,597	Title: MYCLASSES	7

<u>Case Number</u>	<u>Case Type</u>	<u>Country</u>	<u>Priority Case Number</u>	<u>Client Name, Client Case #</u>	<u>Status, Filing Date, App. Serial No.</u>	<u>Pat/Reg No., Issue/Reg. Date</u>	<u>Title</u>	<u>Cnt</u>
HTCK-01500	US Trademark	US		Hotchalk, Inc. (HTCK) No Client Case No.	Status: Abandoned Filed: 3/19/2008 Serial #: 77/426,604 Conf #: None	Abandoned:	Title: MYLIBRARY	8
HTCK-01600	US Trademark	US		Hotchalk, Inc. (HTCK) No Client Case No.	Status: Abandoned Filed: 3/19/2008 Serial #: 77/426,615 Conf #: None	Abandoned: 6/14/2010	Title: MYCOMMUNITY	9
HTCK-01700	US Trademark	US		Hotchalk, Inc. (HTCK) No Client Case No.	Status: Abandoned Filed: 4/11/2008 Serial #: 77/446,330 Conf #: None	Abandoned: 9/7/2010	Title: MYRESOURCES	10
HTCK-01800	US Patent	US		Hotchalk, Inc. (HTCK) No Client Case No.	Status: Pending Filed: [REDACTED] Serial #: 12/353,123 Conf #: None	[REDACTED]	Title: [REDACTED]	11
HTCK-01900	US Patent	US		Hotchalk, Inc. (HTCK) No Client Case No.	Status: Pending Filed: [REDACTED] Serial #: 12/621,446 Conf #: None	[REDACTED]	Title: [REDACTED]	12
HTCK-02000	US Patent	US		Hotchalk, Inc. (HTCK) No Client Case No.	Status: Pending Filed: [REDACTED] Serial #: 12/360,751 Conf #: None	[REDACTED]	Title: [REDACTED]	13

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