

11/14/2011

U.S. DEPARTMENT OF COMMERCE
United States Patent and Trademark Office



RE 1
11-1411
103636347

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies):

SEROYAL USA, INC.

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

Citizenship (see guidelines)

Additional names of conveying parties attached? Yes No

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: NATIONAL BANK OF CANADA

Internal

Address: 5TH FLOOR

Street Address: 1155 METCALFE STREET

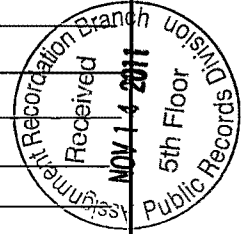
City: MONTREAL, QUEBEC

State:

Country: CANADA Zip: H3B 4S9

- Association
- General Partnership
- Limited Partnership
- Corporation
- Other

Citizenship _____
If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)



3. Nature of conveyance /Execution Date(s) :

Execution Date(s) NOVEMBER 4, 2011

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

SEE ATTACHED SCHEDULE A

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

SEE ATTACHED SCHEDULE A

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

Name: JAMES J. PASTORE, ESQ.

Internal Address: WINDELS MARX LANE & MITTENDORE, LLP

Street Address: 156 WEST 56TH STREET

City: NEW YORK

State: NEW YORK Zip: 10019

Phone Number: (212) 237 1162

Fax Number: (212) 262 1215

Email Address: JPASTORE@WINDELSMARX.COM

6. Total number of applications and registrations involved: 10

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 265

- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

Deposit Account Number: 1171472011 01531 00000059 2452241

Authorized User Name: _____

9. Signature: James J. Pastore

Signature

NOVEMBER 7, 2011

Date

JAMES J. PASTORE, ESQ.

Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 7

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

SCHEDULE A

TRADEMARKS OF SEROYAL USA INC.

Trademark	Country	Registration No.	Date of Registration	Expiration	Filing No.	Filing Date
TM - BIOTHERAPEUTIC DRAINAGE (USA)	UNITED STATES	2,452,241	15-05-2001	15-05-2021	75733,558	21-06-1999
TM - COMPLETE FOCUS (USA)	UNITED STATES				77886,094	04-12-2009
TM - GENESTRA BRANDS (USA)	UNITED STATES	2,420,774	16-01-2001	16-01-2021	75733,560	21-06-1999
TM - NEW TREE DESIGN (USA)	UNITED STATES	3,408,787	08-04-2008	08-04-2018	77246,657	03-08-2007
TM - PHARMAX (USA)	UNITED STATES	3,840,246	31-08-2010	31-08-2020	77834,419	24-09-2009
TM - PHARMAXCLEAR (USA)	UNITED STATES				85200,380	17-12-2010
TM - SEROYAL & TREE DESIGN (USA)	UNITED STATES	2,533,314	29-01-2002	29-01-2012	75733,561	21-06-1999
TM - SEROYAL (USA)	UNITED STATES	2,568,891	14-05-2002	14-05-2012	75733,562	21-06-1999
TM - SEROYAL GENESTRA & DESIGN (USA)	UNITED STATES	3,526,401	04-11-2008	01-11-2018	77246,651	03-08-2007
TM - TREE LABEL DESIGN (USA)	UNITED STATES	2,430,878	27-02-2001	27-02-2021	75733,557	21-06-1999

CONFIRMATORY SECURITY AGREEMENT

WHEREAS SEROYAL USA, INC. (the "**Grantor**"), having its principal place of business at 2711 Centreville Road, Suite 400, Wilmington, Delaware 19808 is the registered owner of the United States trademarks, trademark applications, patents and patent applications listed in Schedule "A" hereto, and the goodwill of the business associated therewith, and may, in the future, become the registered owner of additional United States trademarks, trademark applications, patents and patent applications (collectively, the "**US Trademarks and Patents**").

WHEREAS NATIONAL BANK OF CANADA (the "**Creditor**"), having a place of business at 1155 Metcalfe Street, 5th Floor, Montréal, Québec, H3B 4S9 and the debtors party thereto entered into an amended and restated US security and pledge agreement as of January 17, 2005, as amended and restated as of November 23, 2005, as further amended and restated as of July 12, 2007, and as changed pursuant to paragraph 1 of the Confirmation of U.S. Guarantee and Security dated as of November 4, 2011 among the Creditor and the Guarantors party thereto (as it may be further amended, modified or supplemented from time to time, (collectively, the "**GSA**").

WHEREAS on November 4, 2011, the Grantor acceded to the GSA, thereby granting to the Creditor security in and to, among other things, the US Trademarks and Patents.

WHEREAS the Grantor and the Creditor are desirous of recording the security created under the GSA in the US Trademarks and Patents with the United States Patent and Trademark Office.

NOW THEREFORE, the Grantor and the Creditor hereby confirm that on November 4, 2011, the Grantor granted to the Creditor security in and to, among other things, the US Trademarks and Patents, together with the goodwill of the business associated therewith. **THE PARTIES FURTHER AGREE** that the Grantor shall record this Confirmatory Security Agreement with the United States Patent and Trademark Office.

[INTENTIONALLY LEFT BLANK]

CONFIRMATORY SECURITY AGREEMENT - SIGNATURE PAGE

IN WITNESS WHEREOF, the parties hereto have caused these presents to be executed as a sealed instrument on the fourth (4th) day of November 2011.

SEROYAL USA, INC.

Witness

Per:

Name:

Title:

Serge Yelle
Serge Yelle
President

Per:


Name:

Title:


Eric Alain

NATIONAL BANK OF CANADA

Witness

Per: 
Name: Bruno Lévesque
Title: Director

Per: _____
Name: _____
Title: _____

Per: 
Name: Nicolas Laliberté
Title: Director

Per: _____
Name: _____
Title: _____

SCHEDULE "A"

LIST OF US TRADEMARKS / TRADEMARK APPLICATIONS

See Attached.

LIST OF PATENTS/PATENT APPLICATIONS

None.

Patent Applications:

None.

TRADEMARKS OF SEROYAL USA INC.

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TM - BIOTHERAPEUTIC DRAINAGE (USA)	UNITED STATES	2,452,241	15-05-2001	15-05-2021	75/733,558	21-06-1999
TM - COMPLETE FOCUS (USA)	UNITED STATES				77/886,094	04-12-2009
TM - GENESTRA BRANDS (USA)	UNITED STATES	2,420,774	16-01-2001	16-01-2021	75/733,560	21-06-1999
TM - NEW TREE DESIGN (USA)	UNITED STATES	3,408,787	08-04-2008	08-04-2018	77/246,657	03-08-2007
TM - PHARMAX (CANADA)	CANADA				1,456,819	27-10-2009
TM - PHARMAX (USA)	UNITED STATES	3,840,246	31-08-2010	31-08-2020	77/834,419	24-09-2009
TM - PHARMAXCLEAR (CANADA)	CANADA				1,503,691	15-11-2010
TM - PHARMAXCLEAR (USA)	UNITED STATES				86/200,380	17-12-2010
TM - SEROYAL & TREE DESIGN (USA)	UNITED STATES	2,533,314	29-01-2002	29-01-2012	75/733,561	21-06-1999
TM - SEROYAL (USA)	UNITED STATES	2,568,891	14-05-2002	14-05-2012	75/733,562	21-06-1999
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