

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
THOMPSONS LIMITED		07/31/2013	CORPORATION: ONTARIO
RECEIVING PARTY DATA			
Name:	SCOTIABANK ASSET FINANCE DIVISION OF THE BANK OF NOVA SCOTIA		
Street Address:	44 King Street West 25th Floor		
City:	Toronto		
State/Country:	ONTARIO		
Postal Code:	M5H 1H1		
Entity Type:	CORPORATION: CANADA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	3214442		
CORRESPONDENCE DATA			
Fax Number:	7168542787		
	<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>		
Phone:	716-854-4300 ext 230		
Email:	lgreenbaum@gross-shuman.com		
Correspondent Name:	Leslie Mark Greenbaum		
Address Line 1:	465 Main Street		
Address Line 4:	Buffalo, NEW YORK 14203		
ATTORNEY DOCKET NUMBER:	12629-001		
DOMESTIC REPRESENTATIVE			
Name:	Leslie Mark Greenbaum Esq.		
Address Line 1:	465 Main Street Suite 600		
Address Line 4:	Buffalo, NEW YORK 14203		

OP \$40.00 3214442

NAME OF SUBMITTER:	Leslie Mark Greenbaum
Signature:	/leslie mark greenbaum/
Date:	08/23/2013
Total Attachments: 3 source=img-823120151#page1.tif source=img-823120151#page2.tif source=img-823120151#page3.tif	

NOTICE OF SECURITY INTEREST IN INTELLECTUAL PROPERTY

WHEREAS, THOMPSONS LIMITED, an Ontario corporation (the "Debtor"), whose full address is 2 Hyland Drive, Blenheim, Ontario N0P 1A0, is the owner of the registered United States trademark set forth in Exhibit "A" attached hereto (the "Intellectual Property"); and

WHEREAS, SCOTIABANK ASSET FINANCE, a division of THE BANK OF NOVA SCOTIA, as administrative agent (the "Agent"), whose full address is 44 King Street West, 25th Floor, Toronto, Ontario M5H 1H1, entered into, *inter alia*, a certain general security agreement (the "Security Agreement") with the Debtor dated as of the date hereof by which the Debtor granted to the Agent a security interest and lien in certain of its property, including without limitation the Intellectual Property;

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and in accordance with the terms and obligations set forth in the Security Agreement, the Debtor and Agent hereby confirm the granting of a security interest and lien in the Intellectual Property to the Agent.

THE DEBTOR and Agent hereby certify that the aforementioned information as it relates to the Debtor is true and accurate.


Dated: July 31, 2013

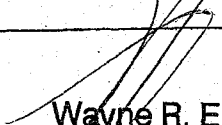
THOMPSONS LIMITED

By: _____
Name: _____
Title: _____

Notice of Security Interest in Intellectual Property

**SCOTIABANK ASSET FINANCE, a division of
THE BANK OF NOVA SCOTIA**

By: 
Name: **Wayne Dyer**
Title: **Director & Portfolio Manager
Scotiabank Asset Finance**

By: 
Name: **Wayne R. Ehgoetz**
Title: **Vice-President
Scotiabank Asset Finance**

Notice of Security Interest in Intellectual Property

EXHIBIT A

US Trademark

Trademark	Registration No.	Registration Date	Application Date	Application No.
(circle symbol)	3214442	March 6, 2007	August 14, 2003	76538030

Doc #395740.2