

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM310548

<b>SUBMISSION TYPE:</b>	CORRECTIVE ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Corrective Assignment to correct the Nature of Conveyance and Entity Type of conveying party previously recorded on Reel 005189 Frame 905. Assignor(s) hereby confirms the grant of security interest.		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
United Farmers of Alberta Co-Operative Limited		12/10/2013	CORPORATION: CANADA
Roynat Asset Finance, a division of Roynat Inc., as administrative agent		12/10/2013	bank: CANADA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Scotiabank Asset Finance, a division of The Bank of Nova Scotia, as administrative agent		
<b>Street Address:</b>	40 King Street West		
<b>Internal Address:</b>	25th floor		
<b>City:</b>	Toronto, Ontario		
<b>State/Country:</b>	CANADA		
<b>Postal Code:</b>	M5H 1H1		
<b>Entity Type:</b>	Bank: CANADA		
<b>PROPERTY NUMBERS Total: 6</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3253115	SKILLGROW	
<b>Registration Number:</b>	3445167	CARD LINK ONLINE	
<b>Registration Number:</b>	4188191	WHOLESALE SPORTS OUTDOOR OUTFITTERS	
<b>Registration Number:</b>	4162529	WHOLESALE SPORTS	
<b>Registration Number:</b>	3953127	WHOLESALE SPORTS OUTDOOR OUTFITTERS	
<b>Registration Number:</b>	3805288	MAGNUM	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	3123606547		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
<b>Phone:</b>	3123606000		
<b>Email:</b>	trademarks@freeborn.com		
<b>Correspondent Name:</b>	Andrew L. Goldstein		
<b>Address Line 1:</b>	311 S. Wacker Drive		

TRADEMARK

**Address Line 2:** Suite 3000  
**Address Line 4:** Chicago, ILLINOIS 60606

**ATTORNEY DOCKET NUMBER:** 01559/0113

**NAME OF SUBMITTER:** Andrew L. Goldstein

**SIGNATURE:** /alg/

**DATE SIGNED:** 07/14/2014

**Total Attachments: 7**

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## TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Assignment		
CONVEYING PARTY DATA			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
United Farmers of Alberta Co-Operative Limited		12/10/2013	Bank: CANADA
Roynat Asset Finance, a division of Roynat Inc., as administrative agent		12/10/2013	Bank: CANADA
RECEIVING PARTY DATA			
<b>Name:</b>	Scotiabank Asset Finance , a division of The Bank of Nova Scotia, as administrative agent		
<b>Street Address:</b>	40 King Street West., 25th Floor		
<b>City:</b>	Toronto		
<b>State/Country:</b>	CANADA		
<b>Entity Type:</b>	Bank: CANADA		
PROPERTY NUMBERS Total: 6			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	3253115	SKILLGROW	
Registration Number:	3445167	CARD LINK ONLINE	
Registration Number:	4188191	WHOLESALE SPORTS OUTDOOR OUTFITTERS	
Registration Number:	4162529	WHOLESALE SPORTS	
Registration Number:	3953127	WHOLESALE SPORTS OUTDOOR OUTFITTERS	
Registration Number:	3805288	MAGNUM	
CORRESPONDENCE DATA			
Fax Number:			
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Email:	marina.kelly@thomsonreuters.com		
Correspondent Name:	Anita Purushotham		

OP \$165.00 3253115

Address Line 1: 181 Bay Stree Suite  
Address Line 4: Toronto, CANADA

ATTORNEY DOCKET NUMBER: 41270725-1

DOMESTIC REPRESENTATIVE

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

NAME OF SUBMITTER: Anita Purushotham

Signature: /Marina Kelly Thomson Reuters/

Date: 01/09/2014

Total Attachments: 5  
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**ASSIGNMENT OF  
NOTICE OF SECURITY INTEREST IN INTELLECTUAL PROPERTY**

**WHEREAS** United Farmers of Alberta Co-operative Limited, a corporation incorporated by special act of the Province of Alberta (the "**Debtor**"), whose full address is 4838 Richard Road S.W., Suite 700, Calgary, Alberta T3E 6L1, is the owner of the registered trademarks set forth in Attachment 1 attached hereto (collectively, the "**Intellectual Property**");

**AND WHEREAS** the Debtor granted to certain lenders and Roynat Asset Finance, a division of Roynat Inc., as administrative agent for other lenders ("**Roynat**") a security interest and lien in all of its property, including the Intellectual Property pursuant to a general security agreement dated December 10, 2010 (the "**General Security Agreement**");

**AND WHEREAS**, pursuant to a Notice of Assignment and Assumption Agreement dated December 10, 2013, Roynat, in its capacity as administrative agent, has assigned to Scotiabank Asset Finance, a division of The Bank of Nova Scotia, a bank governed by the laws of Canada (the "**New Administrative Agent**"), whose full address is 40 King Street West, 25<sup>th</sup> Floor, Toronto, ON M5H 1H1, all of its security interest and lien in 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 General Security Agreement, the Debtor hereby confirms the granting of a security interest and lien in the Intellectual Property to the New Administrative Agent.

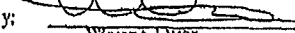
**THE DEBTOR** hereby certifies that the aforementioned information as it relates to the Debtor is true and accurate.

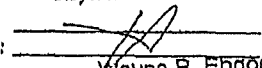
*[Signature page follows]*

DATED: December 10, 2013.

ASSIGNOR:

ROYNAT ASSET FINANCE,  
A DIVISION OF ROYNAT INC.

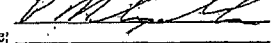
By:   
Name: Wayne Dyer  
Title: Director & Portfolio Manager  
Roynat Asset Finance

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

DEBTOR:

UNITED FARMERS OF ALBERTA CO-  
OPERATIVE LIMITED

By:   
Name: BOB NELSON  
Title: President & CEO

By:   
Name: Peter Moinychuk  
Title: Executive Vice President, CFO


**Attachment 1**

**A. US TRADEMARKS CURRENTLY RECORDED IN FAVOUR OF ROYNAT ASSET FINANCE (RECORDED JANUARY 28, 2011; REEL/FRAME: 4464/0191) TO BE ASSIGNED TO SCOTIABANK ASSET FINANCE, A DIVISION OF THE BANK OF NOVA SCOTIA, AS ADMINISTRATE AGENT**

<b>Trademarks (USA Searches)</b>				
	<b>Owner</b>	<b>Description</b>	<b>Serial #</b>	<b>Registration #</b>
1.	United Farmers of Alberta Co-operative Limited	<b>SKILLGROW</b>	78769346	3253115
2.	United Farmers of Alberta Co-operative Limited	<b>CARD LINK ONLINE</b>	78743911	3445167
3.	United Farmers of Alberta Co-operative Limited	<b>WHOLESALE SPORTS OUTDOOR OUTFITTERS</b>	77769876	4188191
4.	United Farmers of Alberta Co-operative Limited	<b>WHOLESALE SPORTS</b>	77769881	4162529

F#106830  
C#34357

**Trademarks  
(USA Searches)**

	Owner	Description	Serial #	Registration #
5.	United Farmers of Alberta Co-operative Limited		77814426	3953127
6.	United Farmers of Alberta Co-operative Limited	<p align="center"><b>MAGNUM</b></p>	77487698	3805288

F#106830  
C#34357