

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM461891

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|---|---------------------------|-----------------------|---------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | SECURITY INTEREST | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Flying Colours Corp. | | 02/02/2018 | Corporation: CANADA |
| RECEIVING PARTY DATA | | | |
| Name: | The Bank of Nova Scotia | | |
| Street Address: | 4715 Tahoe Boulevard | | |
| City: | Mississauga, Ontario | | |
| State/Country: | CANADA | | |
| Postal Code: | L4W0B4 | | |
| Entity Type: | Public Company: CANADA | | |
| PROPERTY NUMBERS Total: 2 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 3836695 | FLYING COLOURS CORP. | |
| Registration Number: | 3836696 | FLYING COLOURS | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | 3154252701 | | |
| <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> | | | |
| Phone: | 3154252700 | | |
| Email: | ip@barclaydamon.com | | |
| Correspondent Name: | Sang Eun Lee | | |
| Address Line 1: | 125 East Jefferson Street | | |
| Address Line 4: | Syracuse, NEW YORK 13202 | | |
| ATTORNEY DOCKET NUMBER: | 3957-3090539 | | |
| NAME OF SUBMITTER: | Sang Eun Lee | | |
| SIGNATURE: | /SEL/ | | |
| DATE SIGNED: | 02/13/2018 | | |
| Total Attachments: 3 | | | |
| source=B13 - EXECUTED -Confirmation of Security in IP#page1.tif | | | |
| source=B13 - EXECUTED -Confirmation of Security in IP#page2.tif | | | |
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CH \$65.00 3836695

CONFIRMATION OF SECURITY INTEREST IN INTELLECTUAL PROPERTY
FLYING COLOURS CORP.

This Confirmation of Security Interest in Intellectual Property dated _____, 2018 is made by Flying Colours Corp., a corporation incorporated pursuant to the laws of Ontario (together with its successors and assigns, the "**Borrower**").

WHEREAS, the Borrower owns the intellectual property set forth in Exhibit A hereto, the registrations and applications for the intellectual property identified therein and any underlying goodwill associated with such intellectual property (collectively, the "**Intellectual Property**"); and

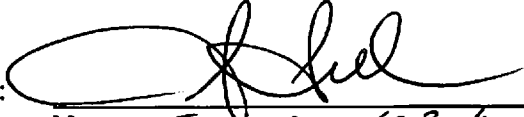
WHEREAS, the Borrower has executed a general security agreement dated as of _____, 2018 (as amended, modified, supplemented, extended, renewed, restated or replaced, the "**Security Agreement**") in favour of The Bank of Nova Scotia (together with its successors and assigns, the "**Lender**"), pursuant to which the Borrower granted to the Lender a security interest in and to its assets, property and undertaking, including the Intellectual Property.

NOW THEREFORE, for other good and valuable consideration, and in accordance with the terms and obligations set forth in the Security Agreement, the Borrower confirms the grant to the Lender of a security interest in and to the Intellectual Property.

[REMAINDER OF PAGE LEFT BLANK INTENTIONALLY]

IN WITNESS WHEREOF, the Borrower has executed this Agreement as of the date first written above.

FLYING COLOURS CORP.

By: 

Name: JOHN GILLESPIE

Title: PRESIDENT

Chief Executive Office:
901 Airport Rd., Unit 120
Peterborough Airport
Cavan Monaghan, ON K9J 0E7

ACKNOWLEDGEMENT

PROVINCE

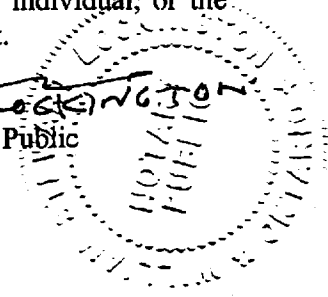
STATE OF ONTARIO)

SS:

COUNTY OF PETERBOROUGH



On the ____ day of _____, in the year 2018, before me, the undersigned, personally appeared JOHN GILLESPIE, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that the undersigned executed the same in the undersigned's capacity, and that by the undersigned's signature on the instrument, the individual, or the persons upon behalf of which the individual acted, executed the instrument.


Notary Public



**EXHIBIT A
INTELLECTUAL PROPERTY**

List of Trademarks

| Trademark | Filing Date | Registration Number | Country |
|--|--------------------|----------------------------|----------------|
| FLYING COLOURS CORP. inscriptive letters with aircraft & jet stream  | 12-22-2008 | TMA759734 | Canada |
| FLYING COLOURS | 12-22-2008 | TMA758387 | Canada |
| FLYING COLOURS CORP.  | 06-04-2009 | 3836695 | United States |
| FLYING COLOURS | 06-04-2009 | 3836696 | United States |