

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM836366

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Notice of Security Interest in IP		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Xello Inc.		08/29/2023	Corporation: ONTARIO
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	The Bank of Nova Scotia		
<b>Street Address:</b>	4715 Tahoe Blvd.		
<b>City:</b>	Mississauga		
<b>State/Country:</b>	CANADA		
<b>Postal Code:</b>	L4W0B4		
<b>Entity Type:</b>	Bank: CANADA		
<b>PROPERTY NUMBERS Total: 10</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	2624780	THE MAKE IT REAL GAME	
<b>Registration Number:</b>	2624779	THE PLAY REAL GAME	
<b>Registration Number:</b>	2621164	THE BE REAL GAME	
<b>Registration Number:</b>	2337626	THE REAL GAME	
<b>Registration Number:</b>	2340171	THE REAL GAME	
<b>Registration Number:</b>	2337623	THE REAL GAME	
<b>Registration Number:</b>	2337627	REAL TIMES, REAL LIFE	
<b>Registration Number:</b>	3744240	CAREER CRUISING	
<b>Serial Number:</b>	88374805	XELLO	
<b>Serial Number:</b>	88467053	XELLO	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	8009144240		
<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>	6142803562		
<b>Email:</b>	ted.mulligan@wolterskluwer.com		
<b>Correspondent Name:</b>	Ted Mulligan		
<b>Address Line 1:</b>	4400 Easton Commons Way		
<b>Address Line 2:</b>	Suite 125		
<b>Address Line 4:</b>	Columbus, OHIO 43219		

OP \$265.00 2624780

<b>NAME OF SUBMITTER:</b>	Jenaya McLean
<b>SIGNATURE:</b>	/jenaya mcLean/
<b>DATE SIGNED:</b>	09/01/2023
<b>Total Attachments: 5</b> source=USPTO Trademark Submission - Xello(54156340.1)#page1.tif source=USPTO Trademark Submission - Xello(54156340.1)#page2.tif source=USPTO Trademark Submission - Xello(54156340.1)#page3.tif source=USPTO Trademark Submission - Xello(54156340.1)#page4.tif source=USPTO Trademark Submission - Xello(54156340.1)#page5.tif	

## NOTICE OF SECURITY INTEREST IN INTELLECTUAL PROPERTY

**WHEREAS** Xello Inc., a corporation incorporated in the Province of Ontario (the “**Debtor**”), whose full address is 1867 Yonge St. Suite 700, Toronto, Ontario M4S 1Y5, is the owner of the registered trade marks, patents and copyrights set forth in Attachment 1 attached hereto (collectively, the “**Intellectual Property**”);

**AND WHEREAS** The Bank of Nova Scotia, a Canadian chartered bank incorporated under the laws of Canada (the “**Lender**”), whose full address is 4715 Tahoe Blvd., Mississauga, Ontario L4W 0B4 entered into, *inter alia*, a General Security Agreement with the Debtor dated as of the date hereof by which the Debtor granted to the Lender a security interest and lien in all of its property, including the Intellectual Property;

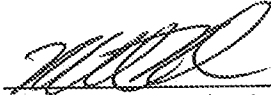
**NOW THEREFORE**, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and in accordance with the terms and obligations set forth in the General Security Agreement/Trade Mark Security Agreement, the Debtor hereby confirms the granting of a security interest and lien in the Intellectual Property to the Lender.

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

DATED: August 29, 2023.


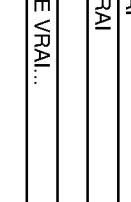


XELLO INC.

By:



Name: Matt McQuillen  
Title: CEO

**Attachment I**  
**Canadian Trademarks**

Country	Mark With Image	Application #	Registration #	Registration Date	Status
CANADA	THE MAKE IT REAL GAME	1036460	TMA620176	01/05/2005	REGISTERED
CANADA	THE PLAY REAL GAME	1036459	TMA619.804	09/16/2004	REGISTERED
CANADA	THE BE REAL GAME	1036448	TMA629742	01/07/2005	REGISTERED
CANADA	THE REAL GAME DESIGN IN COLOUR				
CANADA		0804122	TMA489.164	02/03/1998	REGISTERED
CANADA	THE REAL GAME	0804119	TMA490.379	02/23/1998	REGISTERED
CANADA	JOUER ... POUR VRAI	0804123	TMA496.526	06/22/1998	REGISTERED
CANADA	THE REAL GAME	0804124	TMA496.527	06/22/1998	REGISTERED
CANADA	THE REAL GAME DESIGN				
CANADA		0804120	TMA490.378	02/23/1998	REGISTERED
CANADA	ETRE...POUR DE VRAI	1547025	TMA843.776	02/19/2013	REGISTERED
CANADA	JOUER...POUR DE VRAI	1547022	TMA843.382	02/15/2013	REGISTERED
CANADA	Creer ... Pour de Vrai	1,547,024	TMA847.166	03/27/2013	REGISTERED
CANADA	SAMUSER...POUR DE VRAI...	1547026	TMA843.777	02/19/2013	REGISTERED
CANADA	CAREER CRUISING	0845522	TMA495.205	05/26/1998	REGISTERED
CANADA	SENGAGER ... POUR DE VRAI	1.633.575	TMA902.469	04/29/2015	REGISTERED
CANADA	XELLO	1,911,027			PENDING
CANADA	XELLO Logo 	1,919,236			PENDING
CANADA	XELLO & Design				
CANADA		1,935,060			PENDING

Country	Mark With Image	Application #	Registration #	Registration Date	Status
CANADA	CREATING SUCCESSFUL FUTURES	2099014			
CANADA	EVERY STUDENT FUTURE READY	2099021			

**US Trademarks**

Country	Mark With Image	Application #	Registration #	Registration Date	Status
UNITED STATES	THE MAKE IT REAL GAME	76/343,820	2,624,780	09/24/2002	REGISTERED
UNITED STATES	THE PLAY REAL GAME	76/343,818	2,624,779	09/24/2002	REGISTERED
UNITED STATES	THE BE REAL GAME	76/343,675	2,621,164	09/17/2002	REGISTERED
UNITED STATES	THE REAL GAME	75/549,633	2,337,626	04/04/2000	REGISTERED
UNITED STATES	THE REAL GAME (design mark)	75/549,632	2,340,171	04/22/2000	REGISTERED
UNITED STATES	THE REAL GAME (design mark)	75/548,534	2,337,623	04/04/2000	REGISTERED
UNITED STATES	REAL TIMES, REAL LIFE	75/549,643	2,337,627	04/04/2000	REGISTERED
UNITED STATES	CAREER CRUISING	77/762,758	3,744,240	02/02/2010	REGISTERED
UNITED STATES	XELLO	88/374,905			PENDING
UNITED STATES	XELLO	88/467,053			PENDING

**Canadian Patents and Patent Applications**

Nil.

**US Patents and Patent Applications**

Nil.