

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
Allen-Vanguard Corporation		09/17/2007	CORPORATION:
RECEIVING PARTY DATA			
Name:	Ableco Finance LLC, as collateral agent		
Street Address:	450 Park Avenue		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10022		
Entity Type:	LIMITED LIABILITY COMPANY:		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	2994200	VANGUARD	
Serial Number:	78675739	AV ALLEN VANGUARD	
Serial Number:	78675734	ALLEN-VANGUARD	
CORRESPONDENCE DATA			
Fax Number:	(212)593-5955		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	212-756-2494		
Email:	watt.wanapha@srz.com		
Correspondent Name:	Watt Wanapha		
Address Line 1:	919 Third Avenue		
Address Line 2:	19th Floor		
Address Line 4:	New York, NEW YORK 10022		
ATTORNEY DOCKET NUMBER:	014951.0830		
NAME OF SUBMITTER:	Watt Wanapha (014951.0830)		

CH \$90.00 2994200

Signature:	/kc for ww/
Date:	09/19/2007
Total Attachments: 3 source=Trademark Grant of Security Interest for Allen Vanguard Corporation1#page1.tif source=Trademark Grant of Security Interest for Allen Vanguard Corporation1#page2.tif source=Trademark Grant of Security Interest for Allen Vanguard Corporation1#page3.tif	

GRANT OF A SECURITY INTEREST – TRADEMARKS

WHEREAS, Allen-Vanguard Corporation (the "Grantor") has adopted, used and is using, and holds all right, title and interest in and to, the trademarks and service marks listed on the attached Schedule A, which trademarks and service marks are registered or applied for in the United States Patent and Trademark Office (the "Trademarks");

WHEREAS, the Grantor has entered into a Pledge and Security Agreement, dated September 17, 2007 (as amended, restated, supplemented, modified or otherwise changed from time to time, the "Security Agreement"), in favor of Ableco Finance LLC, as the Collateral Agent for itself and the Secured Parties (as defined in the Security Agreement) (in such capacity, together with its successors and assigns, if any, the "Grantee"); and

WHEREAS, pursuant to the Security Agreement, the Grantor has granted to the Grantee for the benefit of the Secured Parties (each such term as defined in the Security Agreement), a continuing security interest in all right, title and interest of the Grantor in, to and under the Trademarks, together with, among other things, the goodwill of the business symbolized by the Trademarks and the applications and registrations thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof and any and all damages arising from past, present and future violations thereof (the "Collateral"), to secure the payment, performance and observance of the Secured Obligations (as defined in the Security Agreement).

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Grantor does hereby grant to the Grantee and grant to the Grantee for the benefit of the Secured Parties, a continuing security interest in the Collateral to secure the prompt payment, performance and observance of the Secured Obligations.

The Grantor does hereby further acknowledge and affirm that the rights and remedies of the Grantee with respect to the Collateral are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

THIS AGREEMENT SHALL BE GOVERNED BY, AND CONSTRUED IN ACCORDANCE WITH, THE LAW OF THE STATE OF NEW YORK.

IN WITNESS WHEREOF, the Grantor has caused this Assignment to be duly executed by its officer thereunto duly authorized as of September 17, 2007.

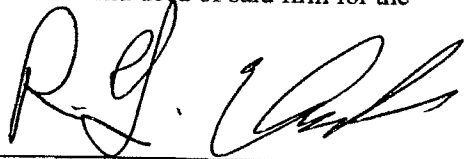
ALLEN-VANGUARD CORPORATION

By: 

Name: Robert Ryan
Title: CFO and Treasurer

RbE Province Ontario
STATE OF Ontario
RbE City Toronto
COUNTY OF Toronto ss.:

Robert Ryan On this 17th day of September, 2007, before me personally came who, being duly sworn by me, did depose and say that s/he is the CFO/Treasurer of Allen-Vanguard Corporation, an Ontario Corporation, and that s/he executed the foregoing instrument in the firm name of Robert ~~Edmond~~ Ryan, and that s/he had authority to sign the same, and s/he acknowledged to me that he executed the same as the act and deed of said firm for the uses and purposes therein mentioned. RbE


[NOTARY SEAL]
Robert Gregory Edmonds

SCHEDULE A TO GRANT OF A SECURITY INTEREST

Trademark Registrations and Applications

	Trademark	Application or Registration No.
1.	VANGUARD	2994200
2.	AV ALLEN VANGUARD	78675739
3.	ALLEN- VANGUARD	78675734

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