

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Footmaxx Holdings Inc.		11/01/2007	CORPORATION: CANADA
RECEIVING PARTY DATA			
Name:	Footmaxx of Virginia, Inc.		
Street Address:	518 Pocahontas Avenue N.E.		
Internal Address:	P.O. Box 12611		
City:	Roanoke		
State/Country:	VIRGINIA		
Postal Code:	24027-2611		
Entity Type:	CORPORATION: VIRGINIA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2115072	FOOTMAXX	
CORRESPONDENCE DATA			
Fax Number:	(515)558-7790		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	515.558.0200		
Email:	tzarley@zarleylaw.com		
Correspondent Name:	Zarley Law Firm, P.L.C.		
Address Line 1:	400 Locust Street		
Address Line 2:	Capital Square, Suite 200		
Address Line 4:	Des Moines, IOWA 50309-2350		
ATTORNEY DOCKET NUMBER:	FOOTMAXX/BROWN & ASSOC.		
NAME OF SUBMITTER:	Timothy J. Zarley		
Signature:	/Timothy J. Zarley/		

OP \$40.00 2115072

Date:

11/26/2007

Total Attachments: 5

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TRADE-MARK ASSIGNMENT

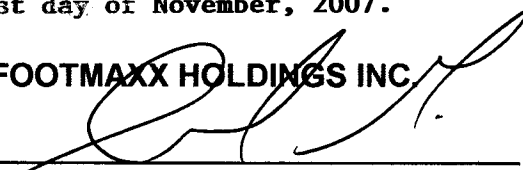
WHEREAS, **Footmaxx Holdings Inc.** ("Assignor"), the full post office address of whose principal office or place of business is 468 Queen Street East, Suite 400, Toronto, ON M5A 1T7, is the owner in Canada, the United States and elsewhere of the trade-marks listed on the attached Schedule ("Trade-marks");

AND WHEREAS, **Footmaxx of Virginia, Inc.** ("Assignee"), the full post office address of whose principal office or place of business P.O. Box 12611, 518 Pocahontas Avenue N. E., Roanoke, VA 24027-2611, wishes to acquire all right, title and interest in and to the Trade-marks, and the Assignor wishes to transfer such right, title and interest to the Assignee;

NOW THEREFORE, in consideration of the sum of one dollar (\$1.00) and other good and valuable consideration to the Assignor paid, the receipt and sufficiency of which is hereby acknowledged, the Assignor assigns to the Assignee, its successors and assigns, all the right, title and interest in and to the Trade-marks in Canada, the United States and elsewhere, including the applications and registrations therefore, together with the goodwill associated with the Trade-marks, all rights of action resulting from prior infringement or other unauthorized use of the Trade-marks, and all rights as a party in any opposition or similar proceedings.

EXECUTED at Toronto, Ontario, this 1st day of November, 2007.

FOOTMAXX HOLDINGS INC.




Name: Leng Simak

Title: Pres & CEO


**SCHEDULE 2(w)
Intellectual Property and Intangible Assets owned by SELLERS**

Country	Trade-mark	Current Owner	Wares and Services	Serial No.	Filing Date	Registration No.	Registration Date	Status
Canada	COMPUTHOTICS	Footmaxx Holdings Inc.	WARES: Computerized system for collecting, displaying and communicating digitized pressure data regarding the bio-mechanics of feet for use in the design and manufacture of orthotic insoles. (2) Computer designed orthotic insoles.	781,574	April 28, 1995	TMA479,335	July 31, 1997	Registered
Canada	DURAFLEXX	Footmaxx Holdings Inc.	WARES: Computer designed orthotic insoles and components thereof, namely modules.	1,044,554	January 28, 2000	TMA561,038	April 30, 2002	Registered
Canada	DURAFQAM	Footmaxx Holdings Inc.	WARES: Computer designed orthotic insoles and components thereof, namely modules.	1,044,553	January 28, 2000	TMA557,055	January 29, 2002	Registered
Canada	DURAMAXX	Footmaxx Holdings Inc.	WARES: Computer designed orthotic insoles and components thereof, namely modules.	1,044,552	January 28, 2000	TMA557,370	February 4, 2002	Registered
Canada	FOOTMAXX	Footmaxx Holdings Inc.	WARES: (1) Computerized system for collecting, displaying and communicating digitized pressure data	781,573	April 28, 1995	TMA479,334	July 31, 1997	Registered



**SCHEDULE 2(w)
Intellectual Property and Intangible Assets owned by SELLERS**

Canada	FOOTMAXX	Footmaxx Holdings Inc.	regarding the bio-mechanics of feet for use in the design and manufacture of orthotic insoles.	717,789	November 27, 1992	TMA442,721	May 12, 1995	Registered
Canada	METASCAN	Footmaxx Holdings Inc.	SERVICES: Services relating to providing computer analysis of digitized pressure information regarding the biomechanics of feet, and specifying orthotic insoles for the biomechanical pattern identified.	781,575	April 28, 1995	TMA479,259	July 30, 1997	Registered
Canada	MODIFIED FOOTMAXX & DESIGN 	Footmaxx Holdings Inc.	WARES: (1) Computer designed orthotic insoles. (2) Computerized system for collecting, displaying and communicating digitized pressure data regarding the bio-mechanics of feet for use in the design and manufacture of orthotic insoles.	1,044,551	January 28, 2000	TMA561,037	April 30, 2002	Registered
Canada	SPORTMAXX	Footmaxx Holdings Inc.	WARES: (1) Footwear accessories, namely insoles. (2) Computer designed orthotic insoles.	787,128	July 11, 1995	TMA485,018	October 30, 1997	Registered

**SCHEDULE 2(w)
Intellectual Property and Intangible Assets owned by SELLERS**

Canada	SPORTMAXX & DESIGN 	Footmaxx Holdings Inc.	WARES: Computer designed orthotic insoles.	1,044,549	January 28, 2000	TMA557,052	January 29, 2002	Registered
European Union	FOOTMAXX	Footmaxx Holdings Inc.	CLASS 9: Scientific, electric, photographic, weighing, and measuring apparatus and instruments; transmission or reproduction of sound, images and data; magnetic data carriers, recording discs; data processing equipment and computers; computerized system for collecting, displaying and communicating digitized pressure data regarding the bio-mechanics of feet for use in the design and manufacture of orthotic insoles. CLASS 10: Orthopedic articles; computer designed orthotic insoles. CLASS 25: Footwear and footwear accessories, namely insoles. Class 10: Mit	36293	April 1, 1996	36293	February 3, 1998	Registered
Germany	FOOTMAXX &	Footmaxx	Class 10: Mit	41922/10	October 11,	2019803	September 1,	Registered

**SCHEDULE 2(w)
Intellectual Property and Intangible Assets owned by SELLERS**

	DESIGN 	Holdings Inc.	Computerunterstützung entwickelte Einlegesohlen für orthopädische Zwecke (Computer designed insoles for orthopaedic use.)	WZ	1991	1992	
U.S.A.	FOOTMAXX	Footmaxx Holdings Inc.	Computerized system, comprising computer software and hardware therefor, for collecting, displaying and communicating digitized pressure data regarding the bio-mechanics of feet for use in the design and manufacture of orthotic insoles.	75/007677	October 19, 1995	November 25, 1997	Registered
United Kingdom	FOOTMAXX & DESIGN 	Footmaxx Holdings Inc.	Computer designed orthotic insoles. Class 10: Orthopaedic articles; medical apparatus; orthopaedic footwear; insoles for orthopaedic use; computer designed insoles; parts and fittings for all the aforesaid goods; all for use on the feet; all included in Class 10. Metascan proprietary software	1,479,401	October 11, 1991	May 28, 1993	Registered