

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Assignment		
CONVEYING PARTY DATA			
	Name	Formerly	Execution Date
	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			
Name:	Scotiabank Asset Finance , a division of The Bank of Nova Scotia, as administrative agent		
Street Address:	40 King Street West., 25th Floor		
City:	Toronto		
State/Country:	CANADA		
Entity Type:	Bank: CANADA		
PROPERTY NUMBERS Total: 6			
	Property Type	Number	Word Mark
	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
source=USPTO Assignment Cover Page Assignment of Notice (2)#page1.tif
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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies):

United Farmers of Alberta Co-Operative Limited
Roynat Asset Finance, a division of Roynat Inc., as administrative agent

- Individual(s) Association
 General Partnership Limited Partnership
 Corporation- State: _____
 Other Bank

Citizenship (see guidelines) _____

Additional names of conveying parties attached? Yes No

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes
 No

Name: Scotiabank Asset Finance, a division of The Bank

Internal

Address: of Nova Scotia, as administrative agent

Street Address: 40 King Street West, 25th Floor

City: Toronto

State: Ontario

Country: Canada Zip: M5H 1H1

Association Citizenship _____

General Partnership Citizenship _____

Limited Partnership Citizenship _____

Corporation Citizenship _____

Other Bank Citizenship Canadian

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)

3. Nature of conveyance /Execution Date(s) :

Execution Date(s) December 10, 2013

- Assignment Merger
 Security Agreement Change of Name
 Other _____

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

78769346, 78743911, 77769876, 77769881, 77814426, 77487698

B. Trademark Registration No.(s)

3253115, 3445167, 4188191, 4162529, 3953127, 3805288

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

SKILLGROW; CARD LINK ONLINE; WHOLESALE SPORTS OUTDOOR OUTFITTERS; WHOLESALE SPORTS; WHOLESALE SPORTS OUTDOOR OUTFITTERS DESIGN; AND MAGNUM

5. Name & address of party to whom correspondence concerning document should be mailed:

Name: Anita Purushotham

Internal Address: _____

Street Address: 181 Bay Street, Suite 1800

City: Toronto

State: Ontario Zip: M5J 2T9

Phone Number: 416-865-3066

Fax Number: 416-863-1515

Email Address: apurushotham@airdhelris.com

6. Total number of applications and registrations involved:

6

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ _____

- Authorized to be charged to deposit account
 Enclosed

8. Payment Information:

Ref # : AB-106830

Deposit Account Number _____

Authorized User Name _____

9. Signature:

Anita Purushotham
Signature

January 8, 2013

Date

Anita Purushotham

Name of Person Signing

Total number of pages including cover sheet, attachments, and document:

5

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

**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, 25th 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.

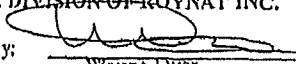
THE DEBTOR hereby certifies that the aforementioned information as it relates to the Debtor is true and accurate.

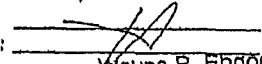
[Signature page follows]

DATED: December 10, 2013.

ASSIGNOR:


ROYNAT ASSET FINANCE,
A DIVISION OF ROYNAT INC.

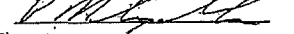
By: 
Name: Wayne Dyer
Title: Director & Portfolio Manager
Roynat Asset Finance

By: 
Name: Wayne R. Engoetz
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

Trademarks (USA Searches)				
	Owner	Description	Serial #	Registration #
1.	United Farmers of Alberta Co-operative Limited	SKILLGROW	78769346	3253115
2.	United Farmers of Alberta Co-operative Limited	CARD LINK ONLINE	78743911	3445167
3.	United Farmers of Alberta Co-operative Limited	WHOLESALE SPORTS OUTDOOR OUTFITTERS	77769876	4188191
4.	United Farmers of Alberta Co-operative Limited	WHOLESALE SPORTS	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">MAGNUM</p>	77487698	3805288

F#106830
C#34357