

PATENT ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY AGREEMENT
CONVEYING PARTY DATA	
Name	Execution Date
ePals, Inc.	03/20/2013
RECEIVING PARTY DATA	
Name:	Olympia Transfer Services Inc., as Trustee
Street Address:	120 Adelaide Street West
Internal Address:	Suite 920
City:	Toronto, Ontario
State/Country:	CANADA
Postal Code:	M5H 1T1
PROPERTY NUMBERS Total: 15	
Property Type	Number
Application Number:	11937495
Application Number:	13251263
Application Number:	11937497
Application Number:	11937499
Application Number:	11402830
Application Number:	10619101
Application Number:	10619259
Application Number:	12105254
Application Number:	10619099
Application Number:	10619097
Application Number:	12463266
Application Number:	12718925
Application Number:	12902219
Application Number:	13369739

CH \$600.00 11937495

Application Number: 13605420

CORRESPONDENCE DATA

Fax Number: 6123408856

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

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Correspondent Name: Dorsey & Whitney LLP

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Address Line 4: Minneapolis, MINNESOTA 55402

ATTORNEY DOCKET NUMBER:	491974-1 JLE/JJW
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NAME OF SUBMITTER:	Julie Wang
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Signature:	/JJW/
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Date:	04/24/2013
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Total Attachments: 6

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PATENT SECURITY AGREEMENT

March 20, 2013

WHEREAS, ePals, Inc., a Delaware corporation (herein referred to as "Grantor"), owns the letters patent, and/or applications for letters patent, of the United States, more particularly described on Schedule 1 annexed hereto as part hereof (the "Patents");

WHEREAS, Grantor is obligated to Olympia Transfer Services Inc., as Trustee (referred to herein as the "Grantee") and the other Secured Parties as defined in the Guarantee and Collateral Agreement dated as of March 20, 2013 (the "Guarantee and Collateral Agreement") among Grantor, the other Grantors named therein and the Grantee for the payment and performance of the Obligations (as defined in the Guarantee and Collateral Agreement); and

WHEREAS, pursuant to the Guarantee and Collateral Agreement, Grantor has granted to Grantee a security interest in all right, title and interest of Grantor in and to the Patents, together with any reissue, continuation, continuation-in-part or extension thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof for the full term of the Patents (the "Collateral"), to secure the payment, performance and observance of the Obligations, as defined in the Guarantee and Collateral Agreement;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Grantor does hereby further grant to Grantee a security interest in the Collateral to secure the prompt payment, performance and observance of the Obligations.

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

Grantee's address is Olympia Transfer Services Inc.
120 Adelaide Street West, Suite 920
Toronto, Ontario M5H 1T1
Attention: Corporate and Shareholder Services
Facsimile No: (416) 364-1827

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IN WITNESS WHEREOF, Grantor has caused this patent security agreement to be duly executed by its officer thereunto duly authorized as of the date hereof.

EPALS, INC.

By: 

Name: Anne R. Wolsinger

Title: CFO

SCHEDULE 1 TO PATENT SECURITY AGREEMENT

<u>Title</u>	<u>Date Issued</u>	<u>Patent No.</u>
Dynamic Characterization of Nodes in a Semantic Network for Desired Functions Such as Search Discovery, Matching, Contact Delivery, and Synchronization of Activity and Information (EPC)	Patent not issued yet Application date 11/8/2007	Application number 07871417.7
Dynamic Characterization of Nodes in a Semantic Network for Desired Functions Such as Search Discovery, Matching, Contact Delivery, and Synchronization of Activity and Information (Japan)	Patent not issued yet Application date 11/8/2007	Application number 2009-536506
Dynamic Characterization of Nodes in a Semantic Network for Desired Functions Such as Search Discovery, Matching, Contact Delivery, and Synchronization of Activity and Information (US)	Patent not issued yet Application date 11/8/2007	Application number 11/937495
Dynamic Characterization of Nodes in a Semantic Network for Desired Functions Such as Search, Discovery, Matching, Content Delivery, and Synchronization of Activity and Information (US-CON)	Patent not issued yet Application date 10/2/2011	Application number 13/251263
Dynamic Characterization of Nodes in a Semantic Network for Desired Functions Such as Search, Discovery, Matching, Content Delivery, and	Patent not issued yet Application date 12/12/2012	Application number 2012-271707

Synchronization of Activity and Information (Japan-DIV)		
System for Developing Literacy Skills Using Loosely Coupled Tools in a Self-Directed Learning Process within a Collaborative Social Network (US)	Patent not issued yet Application date 11/8/2007	Application number 11/937497
Method and System for Developing Process, Project or Problem-Based Learning Systems within a Semantic Collaborative Social Network (US)	Patent not issued yet Application date 11/8/2007	Application number 11/937499
Method and System for Management of an Electronic Mentoring Program (US)	Patent not issued yet Application date 4/13/2006	Application number 11/402830
Method and System for Secure, Community Profile Generation and Access Via a Communication System (US)	Patent not issued yet Application date 7/14/2003	Application number 10/619101
Method and System for Monitoring and Filtering Data Transmission (US)	Patent not issued yet Application date 7/14/2003	Application number 10/619259
Method and System for Interactive, Multi-User Electronic Data Transmission in a Multi-Level Monitored and Filtered System (US)	Patent not issued yet Application date 4/17/2008	Application number 12/105254
Method And System For Filtered Web Browsing In A Multi-Level Monitored And Filtered System (US)	Patent not issued yet Application date 7/14/2003	Application number 10/619099
Method And System for Multi-Level Monitoring and Filtering of Electronic Transmissions (US)	Patent not issued yet Application date 7/14/2003	Application number 10/619097

Object Based System and Language for Dynamic Data or Network Interaction Including Learning Management (EPC)	Patent not issued yet Application date 5/8/2009	Application number 09743792.5
Object Based System and Language for Dynamic Data or Network Interaction Including Learning Management (US)	Patent not issued yet Application date 5/8/2009	Application number 12/463266
System and Method for Managing and Monitoring Electronic Communications (Brazil)	Patent not issued yet Application date 3/5/2010	Application number PI006752-3
System and Method for Managing and Monitoring Electronic Communications (Canada)	Patent not issued yet Application date 3/5/2010	Application number 2754516
System and Method for Managing and Monitoring Electronic Communications (China P.R.)	Patent not issued yet Application date 3/5/2010	Application number 201080019854.4
System and Method for Managing and Monitoring Electronic Communications (EPC)	Patent not issued yet Application date 3/5/2010	Application number 10749423.9
System and Method for Managing and Monitoring Electronic Communications (Hong Kong)	Patent not issued yet Application date 6/19/2012	Application number 12105956.7
System and Method for Managing and Monitoring Electronic Communications (US)	Patent not issued yet Application date 3/5/2010	Application number 12/718925
Dynamic Collaboration in Social Networking Environment (China P.R.)	Patent not issued yet Application date 10/12/2010	Application number 201080056528.0
Dynamic Collaboration in Social Networking Environment (EPC)	Patent not issued yet Application date 10/12/2010	Application number 10823921.1
Dynamic Collaboration in Social Networking Environment (Hong Kong)	Patent not issued yet Application date 2/22/2013	No application number assigned yet
Dynamic Collaboration in Social Networking Environment (US)	Patent not issued yet Application date 10/12/2010	Application number 12/902219
Access Control System and	Patent not issued yet	Application number 13/369739

Method (US)	Application date 2/9/2012	
Access Control System and Method (Patent Cooperation Treaty)	Patent not issued yet Application date 2/9/2012	Application number PCT/US12/024567
Online Learning Collaboration System and Method (US)	Patent not issued yet Application date 9/6/2012	Application number 13/605420
Online Learning Collaboration System and Method (Patent Cooperation Treaty)	Patent not issued yet Application date 9/6/2012	Application number PCT/US12/53939