

08-14-2000

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Form PTO-1594
(Rev. 6-93)
OMB No. 0651-0011 (exp. 4/94)



101430473

FORM COVER SHEET
MARKS ONLY

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof

1. Name of conveying party(ies):

Intellitactics Inc.

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation-State - Ontario, Canada
- Other _____

Additional name(s) of conveying party(ies) attached? Yes No

Name and address of receiving party(ies):

Royal Bank of Canada

30 Duke Street West

City: Kitchener State: Ontario ZIP: N2H 3W5

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation -
- Other

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)

Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other

Execution Date: June 23, 2000

4. Application number(s) or trademark number(s):

A. Trademark Application No.(s):

75/890,966

B. Trademark No.(s):

Additional numbers attached? Yes No

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

Name: **D. Michael Bean**

Internal Address: **GOWLING, STRATHY & HENDERSON**

Street Address: **50 Queen Street North
Suite 1020
Kitchener, Ontario
Canada N2H 6M2**

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3:41) \$40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: 07-1750

DO NOT USE THIS SPACE

9. Statement and Signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

D. Michael Bean
Name of Person Signing

Signature

June 29, 2000
Date

Total number of pages comprising cover sheet: 1

CONFIRMATION OF GRANT OF SECURITY INTEREST

This will confirm that, pursuant to a General Security Agreement dated June 27, 1996 and an Intellectual Property Security Agreement dated June 23, 2000 (hereinafter collectively referred to as the "Agreement") between **INTELLITACTICS INC.** (hereinafter referred to as the "Borrower") whose full post office address is Intellitactics Inc. Suite 1107 - 305 King Street West, Kitchener, Ontario N2G 3Z8 and **ROYAL BANK OF CANADA** (hereinafter referred to as the "Lender"), whose full post office address is Royal Bank of Canada - Business Banking Centre, 30 Duke Street West, Kitchener, Ontario N2H 3W5, for good and valuable consideration, the receipt and sufficiency of which is hereby confirmed and acknowledged, the Borrower has granted to the Lender a security interest, lien and charge in all of the Borrower's right, title and interest in and to the trade-marks, trade-mark registrations and trade-mark applications listed on Schedule A attached hereto the same to be held and enjoyed by the Lender, strictly subject to the terms of the Agreement.

EXECUTED at Kitchener, Ontario this 23rd day of June, 2000

INTELLITACTICS INC.

By: 

Name: *JOHN S.P.*
Title: *CEO*

SCHEDULE A

- 1. Trade-mark:** "NSM Living Policy" (see attached)
Serial No.: 75-890966

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