

05-03-1999

FORM PTO-1594  
(Rev. 6-93)  
OMB No. 0651-001 (exp. 4/94)  
Tab settings



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COVER SHEET  
S 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):  
Student Advantage, LLC  
280 Summer Street  
Boston, MA 02210  
 Individual(s)  Association  
 General Partnership  Limited Partnership  
 Corporation-State Delaware limited liability company  
 Other  
Additional name(s) of conveying party(ies) attached?  Yes  No

2. Name and address of receiving party(ies):  
Name: Princeton Review Publishing, LLC  
Internal Address: Third Floor  
Street Address: 2315 Broadway  
City: New York State: NY ZIP: 10024  
 Individual(s) citizenship  
 Association  
 General Partnership  
 Limited Partnership  
 Corporation-State Delaware limited liability company  
 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 Release of Security Interest at 1543/0954  
Execution Date: April 20, 1999

4. Application number(s) or trademark number(s):  
A. Trademark Application No.(s)  
B. Trademark Registration No.(s)  
1,924,027 1,922,386 1,813,986  
Additional numbers attached?  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:  
Name: Michael J. Bevilacqua, Esquire  
Internal Address: Hale and Dorr LLP  
Street Address: 60 State Street  
04/30/1999 JSHABAZZ 00000235 080219 1924027  
01 FC:481 40.00 CH  
02 FC:482 50.00 CH  
City: Boston State: MA ZIP: 02109

6. Total number of applications and registration involved: 3  
7. Total fee (37 CFR 3.41) ..... \$ 90.00  
 Enclosed  
 Authorized to be charged to deposit account  
*Charge any additional fees associated with this paper or during the pendency of this application, or credit any overpayment, to deposit account.*  
8. Deposit account number:  
08-0219  
(Attach duplicate copy of this page if paying by deposit account)

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.*  
Michael J. Bevilacqua  
Name of Person Signing  
  
Signature  
4/26/99  
Date  
Total number of pages including cover sheet, attachments, and document: 4

Mail documents to be recorded with required cover sheet information to:  
Commissioner of Patents & Trademarks, Box Assignments  
Washington, D.C. 20231

108543 114

TRADEMARK  
REEL: 1889 FRAME: 0849

MPD 4-24-99

**EXHIBIT A**

<b>TRADEMARK</b>	<b>COUNTRY</b>	<b>REG. NO.</b>	<b>REG. DATE</b>
Get Carded Everywhere	United States	1,924,027	10/3/95
SA	United States	1,922,386	9/26/95
Student Advantage	United States	1,813,986	12/28/93

RELEASE OF TRADEMARK SECURITY INTERESTS

WHEREAS, Student Advantage, LLC, a Delaware limited liability company ("Student"), and Princeton Review Publishing, LLC, a limited liability company ("Princeton"), entered into a certain Security Agreement (the "Agreement"), dated as of March 25, 1996, which was recorded on January 7, 1997 at Reel 1543 and Frame 0954, that by its terms granted Princeton a security interest in certain intellectual property listed in Exhibit A (the "Trademarks"), all trademark applications and trademark registrations, acquired or arising after the date of the Agreement and all related goodwill;

WHEREAS, the Security Agreement provides that Princeton shall execute and deliver to Student a termination of all security interests granted by Student upon the payment and full performance of all obligations incurred under the Agreement; and

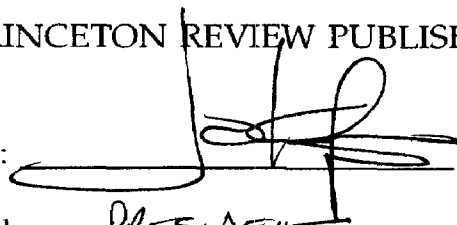
WHEREAS, Student has or has caused to be paid and satisfied in full the obligations for which the security interest in the Trademarks was granted.

NOW THEREFORE Princeton hereby releases its security interest in the Trademarks and reassigns to Student interest in the Trademarks acquired by Princeton under the Security Agreement.

IN WITNESS WHEREOF the parties hereto by the signature below of their duly authorized representatives agree to be bound by the provisions of this Release as of the date of execution, this 20<sup>th</sup> day of April, 1999.

PRINCETON REVIEW PUBLISHING, LLC

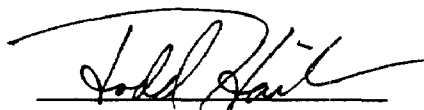
By:



Title: PRESIDENT

State of New York )  
County of New York ) ss.

Then personally appeared the above named John Katzman and acknowledged the foregoing act to be his free act and deed, before me, this 16<sup>th</sup> day of April, 1999.

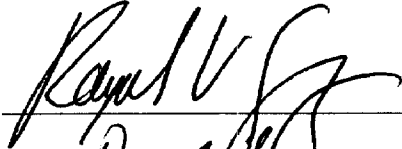


Notary Public

My commission expires:

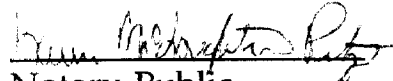
**TODD HAIKEN**  
Notary Public, State of New York  
No. 01HA5082531  
Qualified in Nassau County  
Certificate Filed in New York County  
Commission Expires July 28, 1999

STUDENT ADVANTAGE, LLC

By:   
Title: President

Commonwealth of Massachusetts)  
County of SUFFOLK ) ss.

Then personally appeared the above named Raymond 50221 and  
acknowledged the foregoing act to be his free act and deed, before me, this 2<sup>nd</sup> day  
of April, 1999.

  
Notary Public  
My commission expires: 2/15/02