

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Notice of Trademark Security Interest		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Technical Career Institutes, Inc.		01/01/2008	CORPORATION: NEW YORK
RECEIVING PARTY DATA			
Name:	Comvest Investment Partners III, L.P.		
Street Address:	One North Clematis		
Internal Address:	Suite 300		
City:	West Palm Beach		
State/Country:	FLORIDA		
Postal Code:	33401		
Entity Type:	LIMITED PARTNERSHIP: DELAWARE		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	3179425	TECHNICAL CAREER INSTITUTES	
Registration Number:	3138250	TCI COLLEGE OF TECHNOLOGY	
Registration Number:	3135247	TCI CAMPUS	
Registration Number:	2259252	TCI	
CORRESPONDENCE DATA			
Fax Number:	(212)801-6400		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	2128019200		
Email:	schlossd@gtlaw.com		
Correspondent Name:	Daniel I. Schloss, Greenberg Traurig		
Address Line 1:	200 Park Avenue		
Address Line 2:	34th Floor		
Address Line 4:	New York, NEW YORK 10166		
ATTORNEY DOCKET NUMBER:	067627.014400		

CH \$115.00 3179425

NAME OF SUBMITTER:	Daniel I. Schloss
Signature:	/Daniel I. Schloss/
Date:	02/26/2008
Total Attachments: 2 source=NoticeSecInt#page1.tif source=NoticeSecInt#page2.tif	

NOTICE OF TRADEMARK SECURITY INTEREST

WHEREAS, Technical Career Institutes, Inc., a New York corporation with a business address c/o EVCI Career Colleges Holding Corp. at 1 Van Der Donck Street, Yonkers, New York 10701 (the "GRANTOR"), is the owner of certain trademarks and service marks, including without limitation the registrations therefor and applications in the United States Patent and Trademark Office as set forth on **Schedule A** annexed hereto and made a part hereof (collectively, the "Marks");

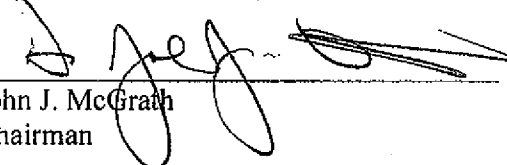
WHEREAS, pursuant to that certain Security Agreement, dated September 16, 2005 (the "Security Agreement") GRANTOR granted a security interest in, and a continuing lien on, all of the Grantor's right, title, and interest in and to the Marks to Harris Bank N.A., a national banking association ("Harris"); and

WHEREAS, pursuant to that certain Sale and Assignment of Loan Documents (the "Assignment Agreement"), dated December 31, 2007, by and between Harris and Comvest Investment Partners III, L.P., a Delaware limited partnership with a principal place of business at One North Clematis, Suite 300, West Palm Beach, Florida 33401 (the "SECURED PARTY"), Harris has sold and assigned to the SECURED PARTY, among other things, the debt obligations owed to Harris by GRANTOR and Harris' interest in the Security Agreement.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, the Grantor does hereby assign and grant to the SECURED PARTY a continuing security interest in and a continuing lien on the Marks listed on **Schedule A**, together with the goodwill of the business symbolized by the Marks and all proceeds thereof, as security for the payment and performance of the obligations of Grantor, EVCI Career Colleges Holding Corp., and certain of their affiliates, as specified in the Assignment Agreement.

IN WITNESS WHEREOF, the Grantor has caused this Notice of Trademark Security Interest to be duly executed by its authorized officer or agent as of January 1, 2008.

Technical Career Institutes, Inc.

By: 

John J. McGrath
Chairman

SCHEDULE A

Technical Career Institutes, Inc. - U.S. TRADEMARKS

<u>Registration No.</u>	<u>Registration Date</u>	<u>Mark</u>
3179425	December 5, 2006	Technical Career Institutes: block letters
3138250	September 5, 2006	TCI College of Technology: block letters
3135247	August 29, 2006	TCI Campus: block letters
2259252	July 6, 1999	TCI: stylized letters