

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest in Trademarks

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Lincoln Technical Institute, Inc.		12/01/2009	CORPORATION: NEW JERSEY

RECEIVING PARTY DATA

Name:	Bank of America, N.A., as Administrative Agent
Street Address:	901 Main Street
Internal Address:	Mailcode: TX1-492-14-06
City:	Dallas
State/Country:	TEXAS
Postal Code:	75202-3714
Entity Type:	national banking association: UNITED STATES

PROPERTY NUMBERS Total: 9

Property Type	Number	Word Mark
Registration Number:	3332360	LINCOLN COLLEGE OF TECHNOLOGY
Registration Number:	2901440	DOC
Registration Number:	2943439	DOCTOR'S OFFICE CLASSROOM D.O.C
Registration Number:	2901439	DOC
Registration Number:	2764920	LINCOLN EDUCATIONAL SERVICES
Registration Number:	2440890	LINCOLN TECH
Registration Number:	2220069	LTI
Registration Number:	2222267	LINCOLN TECHNICAL INSTITUTE
Serial Number:	77502751	CENTER FOR CULINARY ARTS

CORRESPONDENCE DATA

Fax Number: (919)416-8328
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

OP \$240.00 3332360

Phone: 9192868041
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Correspondent Name: Moore & Van Allen PLLC
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Address Line 2: Suite 500
Address Line 4: Morrisville, NORTH CAROLINA 27560

ATTORNEY DOCKET NUMBER:	017625-4531 EAR
NAME OF SUBMITTER:	Ellen A. Rubel
Signature:	/Ellen A. Rubel/
Date:	12/08/2009

Total Attachments: 4
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NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Security and Pledge Agreement dated as of December 1, 2009 (as the same may be amended, modified, extended or restated from time to time, the "Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and Bank of America, N.A., as Administrative Agent (the "Administrative Agent") for the holders of the Secured Obligations referenced therein, the undersigned Obligor has granted a continuing security interest in and continuing lien upon the trademarks and trademark applications shown below to the Administrative Agent for the ratable benefit of the holders of the Secured Obligations:

TRADEMARKS

<u>Trademark No.</u>	Description of Trademark <u>Item</u>	Date of <u>Trademark</u>
	See Schedule 1 attached hereto.	

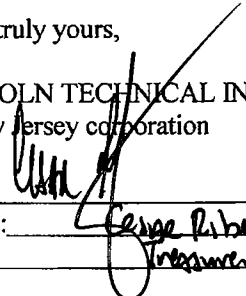
TRADEMARK APPLICATIONS

<u>Trademark Applications No.</u>	Description of Trademark <u>Applied For</u>	Date of Trademark <u>Applications</u>
	See Schedule 1 attached hereto.	

The Obligors and the Administrative Agent, on behalf of the holders of the Secured Obligations, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

LINCOLN TECHNICAL INSTITUTE, INC.,
a New Jersey corporation

By: 
Name: Sergio Ribeiro
Title: President

Acknowledged and Accepted:

BANK OF AMERICA, N.A.,
as Administrative Agent

By: _____
Name: _____
Title: _____

The Obligors and the Administrative Agent, on behalf of the holders of the Secured Obligations, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.


Very truly yours,

LINCOLN TECHNICAL INSTITUTE, INC.,
a New Jersey corporation

By: _____
Name: _____
Title: _____

Acknowledged and Accepted:

BANK OF AMERICA, N.A.,
as Administrative Agent

By: 
Name: **Charlene Wright-Jones**
Title: **Assistant Vice President**

Schedule 1

**Lincoln Technical Institute, Inc.
(New Jersey Corporation)**

U.S. Trademarks

Registered Marks

Mark	Registration No.	Registration Date
LINCOLN COLLEGE OF TECHNOLOGY	3332360	11/6/07
DOC and Design	2901440	11/9/04
DOCTOR'S OFFICE CLASSROOM D.O.C. and Design	2943439	4/26/05
DOC	2901439	11/9/04
LINCOLN EDUCATIONAL SERVICES	2764920	9/16/03
LINCOLN TECH	2440890	4/3/01
LTI	2220069	1/26/99
LINCOLN TECHNICAL INSTITUTE	2222267	2/9/99

Pending Applications

Description	Application No.	Filing Date
CENTER FOR CULINARY ARTS	77502751	6/19/08