

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
Childcraft Education Corp.		04/23/2010	CORPORATION: NEW YORK
RECEIVING PARTY DATA			
Name:	Bank of America, N.A., as Administrative Agent		
Street Address:	1455 Market Street		
Internal Address:	CA5-701-05-19		
City:	San Francisco		
State/Country:	CALIFORNIA		
Postal Code:	94103		
Entity Type:	national banking association: UNITED STATES		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Serial Number:	77737385	ABC	
Registration Number:	3264692	ABC	
CORRESPONDENCE DATA			
Fax Number:	(919)416-8328		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	9192868041		
Email:	pto_tmconfirmation@mvalaw.com		
Correspondent Name:	Moore & Van Allen PLLC		
Address Line 1:	430 Davis Drive		
Address Line 2:	Suite 500		
Address Line 4:	Morrisville, NORTH CAROLINA 27560		
ATTORNEY DOCKET NUMBER:	017625-004566 JES		
NAME OF SUBMITTER:	John E. Slaughter		

900160678

TRADEMARK
REEL: 004194 FRAME: 0134

OP \$65.00 77737385

Signature:	/John E. Slaughter/
Date:	04/27/2010
Total Attachments: 3 source=2010 NGSI-T Childcraft to BOA#page1.tif source=2010 NGSI-T Childcraft to BOA#page2.tif source=2010 NGSI-T Childcraft to BOA#page3.tif	

NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

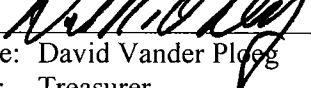
Ladies and Gentlemen:

Please be advised that pursuant to the Security Agreement dated as of April 23, 2010 (the "Security Agreement") by and among the Grantors party thereto (each a "Grantor" and collectively, the "Grantors") and Bank of America, N.A., as Administrative Agent (the "Administrative Agent") for the holders of the Secured Obligations referenced therein, the undersigned Grantor has granted a continuing security interest in and continuing lien upon the trademarks and trademark applications set forth on Schedule 1 attached hereto to the Administrative Agent for the ratable benefit of the holders of the Secured Obligations.

The undersigned Grantor and the Administrative Agent, on behalf of the holders of the Secured Obligations, hereby acknowledge and agree that the security interest in the trademarks and trademark applications set forth on Schedule 1 attached hereto (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

CHILDCRAFT EDUCATION CORP.,
a New York corporation

By: 
Name: David Vander Ploeg
Title: Treasurer

Acknowledged and Accepted:

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

By: _____
Name: Anthea Del Bianco
Title: Vice President

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CHILDCRAFT EDUCATION CORP.,
a New York corporation

By: _____
Name: David Vander Ploeg
Title: Treasurer

Acknowledged and Accepted:

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

By: Anthea Del Bianco
Name: Anthea Del Bianco
Title: Vice President

SCHEDULE 1

Childcraft Education Corp.
(New York Corporation)

U.S. Trademarks

Registered Mark

Mark	Registration No.	Registration Date
ABC	3264692	07/17/07

Pending Application

Mark	Application No.	Filing Date
ABC	77737385	05/14/09