

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
Education Management, Inc.		06/29/2011	CORPORATION: LOUISIANA
RECEIVING PARTY DATA			
Name:	MCG Capital Corporation, as Administrative Agent		
Street Address:	1100 Wilson Boulevard, Suite 3000		
City:	Arlington		
State/Country:	VIRGINIA		
Postal Code:	22209		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	3464035	BLUE CLIFF COLLEGE	
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:	020286-000058 JES		
NAME OF SUBMITTER:	John E. Slaughter		
Signature:	/John E. Slaughter/		
Date:	06/30/2011		

OP \$40.00 3464035

Total Attachments: 4

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NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

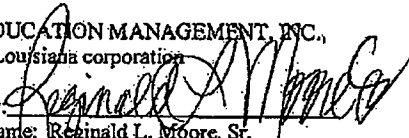
Please be advised that pursuant to the Security Agreement dated as of June 29, 2011 (as the same may be amended, modified, extended or restated from time to time, the "Security Agreement") by and among the Grantors party thereto, the Lenders from time to time party thereto and MCG Capital Corporation, in its capacity as administrative agent (the "Agent") for the Lenders referenced therein, the undersigned Grantors have granted a continuing security interest in and continuing lien upon intellectual property shown on Schedule 1 hereto to the Agent for the ratable benefit of the Lenders referenced in the Security Agreement. Capitalized terms not otherwise defined herein shall have the meanings ascribed to such terms in the Security Agreement.

The Grantors and the Agent, on behalf of the Lenders referenced in the Security Agreement, hereby acknowledge and agree that the security interest in the intellectual property shown on Schedule 1 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 any application therefor.

[Remainder of page intentionally left blank – Signature page to follow]

Very truly yours,

EDUCATION MANAGEMENT, INC.,
a Louisiana corporation

By: 
Name: Reginald L. Moore, Sr.
Title: President and Chief Executive Officer

Notice of Grant of Security Interest in Trademarks

TRADEMARK
REEL: 004572 FRAME: 0455

Acknowledged and Accepted:

ADMINISTRATIVE
AGENT:

MCG CAPITAL CORPORATION,
as Administrative Agent

By: 

Name: Robert L. Marcotte

Title: Managing Director and
Senior Vice President

Notice of Grant of Security Interest in Trademarks

TRADEMARK
REEL: 004572 FRAME: 0456

Schedule 1

**Education Management, Inc.
(Louisiana Corporation)**

U.S. Trademark

Registered Mark

Mark	Registration No.	Registration Date
BLUE CLIFF COLLEGE	3464035	07/08/08

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