TRADEMARK ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Release of Security Interest Recorded at Reel/Frame 3658/0748

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Ableco Finance, LLC		08/26/2011	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	Mini-Skool Early Learning Centers Inc. (now known as Phoenix Children's Academy, Inc.)
Street Address:	8767 E. Via de Ventura
Internal Address:	#200
City:	Scottsdale
State/Country:	ARIZONA
Postal Code:	85258
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 8

Property Type	Number	Word Mark
Registration Number:	2231817	FLANAGAN'S PRESCHOOL "THE LINK BETWEEN LOVE AND LEARNING" ESTABLISHED 1976
Registration Number:	2829486	MINI-SKOOL
Registration Number:	2831528	MINI-SKOOL A CHILD'S PLACE
Registration Number:	2866137	THE CHILDREN'S OASIS
Registration Number:	1298138	THE PEANUT GALLERY
Registration Number:	2305386	GATEWAY ACADEMY
Registration Number:	2338039	CORNERSTONE LEARNING CENTER
Registration Number:	2241717	WINWOOD CHILDREN'S CENTER

CH $215.00 2231817

CORRESPONDENCE DATA

Fax Number: (646)728-2614
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone:	617-951-7067
Email:	trademarks@ropesgray.com
Correspondent Name:	Bradford M. Flint, Ropes & Gray LLP
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ATTORNEY DOCKET NUMBER:	AGW-106-003 (DEAL WORK)
NAME OF SUBMITTER:	Bradford M. Flint
Signature:	/Bradford M. Flint/
Date:	08/26/2011

Total Attachments: 3
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Execution Version

RELEASE OF SECURITY INTEREST IN TRADEMARKS

August 26, 2011

WHEREAS, pursuant to that certain Grant of Security Interest - Trademarks, dated November 1, 2007 (the "Security Agreement"), recorded in the United States Patent and Trademark Office at Reel 3658, Frame 748, Mini-Skool Early Learning Centers Inc. (now known as Phoenix Children's Academy, Inc.) ("Releasee") granted to Ableco Finance, LLC ("Releasor"), as collateral agent for various other financial institutions, a security interest in all right, title and interest of Releasee in, to and under the trademark and service mark registrations and applications listed on Schedule A attached hereto (the "Trademarks"), together with, among other things, the goodwill of the business symbolized by the Trademarks and the applications and registrations thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof and any and all damages arising from past, present and future violations thereof (the "Collateral"); and

WHEREAS, Releasor wishes to provide a document suitable for recording in the United States Patent and Trademark Office for purposes of recording the release, relinquishment and discharge of its security interest in the Trademarks.

NOW, THEREFORE, in consideration of and in exchange for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Releasor hereby relinquishes, releases and discharges its security interest in the Collateral, including, without limitation, the Trademarks.

IN WITNESS WHEREOF, the parties have caused this Release of Security Interest in Trademarks to be duly executed as of the date first set forth above.

Ableco Finance, LLC

By: _____

Name: Daniel Wolf

Its: President

SCHEDULE A

1. Registered Trademarks

MARK	SERIAL NO. (DATE)	REGISTRATION NO. (DATE)	OWNER	GOODS & SERVICES
Flanagan's Preschool "The Link Between Love and Learning" Established 1976	75/384,971 (11/05/1997)	2,231,817 (03/16/1999)	Phoenix Children's Academy, Inc. (f/k/a Mini-Skool Early Learning Centers Inc.)	IC 041 – Educational services in the nature of preschool, early childhood and developmental schools.
Mini-Skool	76/486,923 (01/24/2003)	2,829,486 (04/06/2004)	Phoenix Children's Academy, Inc. (f/k/a Mini-Skool Early Learning Centers Inc.)	IC 043 – Child care and day care.
Mini-Skool a Child's Place	76/486,575 (01/24/2003)	2,831,528 (04/13/2004)	Phoenix Children's Academy, Inc. (f/k/a Mini-Skool Early Learning Centers Inc.)	IC 043 – Child care and day care services.
The Children's Oasis	76/486,924 (01/24/2003)	2,866,137 (05/04/2004)	Phoenix Children's Academy, Inc. (f/k/a Mini-Skool Early Learning Centers Inc.)	IC 043 – Child care and day care centers.
The Peanut Gallery	73/417,698 (03/17/1983)	1,298,138 (09/25/1984)	Phoenix Children's Academy, Inc. (f/k/a Mini-Skool Early Learning Centers Inc.)	IC 042 – Providing day care services for children.
Gateway Academy	75/445,269 (03/05/1998)	2,305,386 (01/04/2000)	Phoenix Children's Academy, Inc. (f/k/a Mini-Skool Early Learning Centers Inc.)	IC 042 – Child day care services.
Cornerstone Learning Center	75/637,091 (02/08/1999)	2,338,039 (04/04/2000)	Phoenix Children's Academy, Inc. (f/k/a Mini-Skool Early Learning Centers Inc.)	IC 042 – Child day care services
Winwood Children's Center	75/009,581 (10/24/1995)	2,241,717 (04/27/1999)	Phoenix Children's Academy, Inc. (f/k/a Mini-Skool Early Learning Centers Inc.)	IC 042 – Child day care services

2. Trademark Applications - None.

3. Trademark Licenses - None.