

# TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Release and Termination of Security Interest in Trademarks		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
NEWSTAR FINANCIAL, INC., AS AGENT		10/04/2011	CORPORATION:
RECEIVING PARTY DATA			
Name:	EDLINE LLC		
Street Address:	200 WEST MONROE ST.		
Internal Address:	Suite 1250		
City:	CHICAGO,		
State/Country:	ILLINOIS		
Postal Code:	60606		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
Name:	TEACHERWEB, INC.		
Street Address:	200 WEST MONROE ST.		
Internal Address:	Suite 1250		
City:	CHICAGO,		
State/Country:	ILLINOIS		
Postal Code:	60606		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 9			
Property Type	Number	Word Mark	
Registration Number:	2845069	EDLINE	
Registration Number:	2650904	EASY GRADE PRO	
Registration Number:	3452233	SCHOOLFUSION	
Registration Number:	3452234	OFFICEFUSION	
Registration Number:	3452235	FUSIONCALENDAR	
Registration Number:	2047768	SCHOOL WORLD SOFTWARE	

CH \$240.00 2845069

900203733

TRADEMARK  
 REEL: 004635 FRAME: 0351

Registration Number:	3317816	TELEPARENT
Registration Number:	2647575	TEACHERWEB
Serial Number:	78585282	GRADEQUICK

#### CORRESPONDENCE DATA

Fax Number: (212)310-8007

Phone: 212-735-4559

Email: vindra.richter@weil.com

*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*

Correspondent Name: Vindra Richter c/o Weil et al

Address Line 1: 767 Fifth Avenue

Address Line 4: New York, NEW YORK 10153

ATTORNEY DOCKET NUMBER:	68500.0177/REL/DFERGUS/VR
NAME OF SUBMITTER:	Vindra Richter
Signature:	/vindra richter/
Date:	10/04/2011

#### Total Attachments: 7

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**RELEASE AND TERMINATION  
OF  
SECURITY INTEREST IN TRADEMARKS**

This **RELEASE AND TERMINATION OF SECURITY INTEREST IN TRADEMARKS** ("Release and Termination") is executed as of October 4, 2011, by NEWSTAR FINANCIAL, INC., in its capacity as agent pursuant to the Credit Agreement (in such capacity, the "Agent"), with reference hereby made to that certain Trademark Security Agreement dated as of December 23, 2010 (recorded with the United States Patent and Trademark Office on May 12, 2011 at Reel/Frame: 004539/0582) (the "Trademark Security Agreement"), by EDLINE LLC, a Delaware limited liability company, and TEACHERWEB, INC., a Delaware corporation (individually, a "Grantor", and, collectively, the "Grantors"), in favor of the Agent.

**WHEREAS**, the Grantors have requested that the Agent release all liens and security interests granted to it, pursuant to the Trademark Security Agreement, in all right, title and interest in and to the trademarks of the Grantors, together with the goodwill of the business symbolized thereby, including without limitation, the trademarks set forth on Schedule I attached hereto and all products and proceeds of the foregoing (the "Trademarks").

**NOW, THEREFORE**, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged:

The Agent does hereby release and terminate all liens and security interests granted to the Agent in the Trademarks, pursuant to the Trademark Security Agreement, including without limitation, any claim by the Grantors against third parties for past, present and future infringement of any Trademark, and does hereby reassign to the Grantors all interests in such property or rights previously assigned to the Agent under the Trademark Security Agreement, without recourse or representation or warranty, express or implied, of any kind.

This Release and Termination shall be governed by the laws of the State of New York.

The Agent hereby authorizes and requests that the Commissioner for Trademarks and any other applicable United States government officer record this Release and Termination.

*[remainder of page intentionally blank; signature page to follow]*

**IN WITNESS WHEREOF**, the undersigned has caused this Release and Termination to be executed by its duly authorized officer as of the date first written above.

**NEWSTAR FINANCIAL, INC., AS AGENT**

By: 

Name: Jeffrey R. Greene

Title: Director

[Signature Page to Release and Termination of Security Interest in Trademarks]

## **SCHEDULE I**

### **Trademarks**

<b><u>Owner</u></b>	<b><u>Application No. or Registration No.</u></b>	<b><u>Trademark</u></b>	<b><u>File Date or Registration Date</u></b>	<b><u>Jurisdiction Registered</u></b>
Edline LLC	GRADEQUICK	78/585282	03/11/2005	United States
Edline LLC	EDLINE	2,845,069	05/25/2004	United States
Edline LLC	EASY GRADE PRO	2,650,904	11/19/2002	United States
Edline LLC	SCHOOLFUSION (stylized)	3,452,233	06/24/2008	United States
Edline LLC	OFFICEFUSION (stylized)	3,452,234	06/24/2008	United States
Edline LLC	FUSIONCALENDAR (stylized)	3,452,235	06/24/2008	United States
Edline LLC, as successor in interest to RMK Holdings, LLC	SCHOOL WORLD SOFTWARE	2,047,768	03/25/1997	United States
Edline LLC, as successor in interest to TeleParent Educational Systems, LLC	TELEPARENT	3,317,816	10/23/2007	United States
TeacherWeb, Inc.	TEACHERWEB	2,647,575	11/4/2002	United States

#### **Common Law Trademarks owned by Edline LLC**

- SchoolWorld
- SchoolSites
- TeacherSites
- WebModules
- Learn. Dream. Grow. (logo)
- Imagine one small seed. (logo)

- Lesson Planner
- Edu Center
- Podcaster
- Ed-Alert
- LivePay
- VADIR
- Websites that make a difference
- SiteReporter
- LiveLink
- StandardsBuilder

Common Law Trademarks owned by TeacherWeb, Inc.:

- TeacherWeb.com™
- Work Notes™
- Work Notes.com™
- Enhancing communication between the classroom and the home!™

TeacherWeb.com



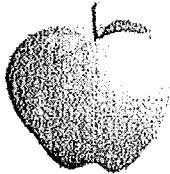
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TeacherWeb



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TeacherWeb.com



*"Enhancing communication between  
the classroom and the home!"*

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TeacherWeb.com



*"Enhancing communication between  
the classroom and the home!"*

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TeacherWeb.com



*"Enhancing communication among  
teachers, students and parents!"*

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*My*TeacherWeb



WorkNotes.com  
*"Brought to you by TeacherWeb.com"*

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WorkNotes

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WorkNotes.com

*"Brought to you by TeacherWeb.com"*

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**TEACHERWEB**  
digital lockers

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**ISLANDWEB**

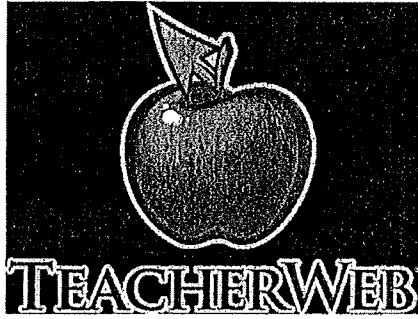
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**ISLANDWEB**  
SCHOOL AND DISTRICT WEBSITES  
BY TEACHERWEB

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TeacherWeb<sup>TM</sup>



TeacherWeb<sup>®</sup>



*"Enhancing communication between the classroom and the home!"*