

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	RELEASE BY SECURED PARTY

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Charlesbank Capital Partners, LLC		10/04/2011	LIMITED LIABILITY COMPANY: MASSACHUSETTS

**RECEIVING PARTY DATA**

<b>Name:</b>	Lakeland Finance, LLC
<b>Street Address:</b>	590 Peter Jefferson Parkway; Suite 300
<b>City:</b>	Charlottesville
<b>State/Country:</b>	VIRGINIA
<b>Postal Code:</b>	22911
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE

**PROPERTY NUMBERS Total: 10**

Property Type	Number	Word Mark
Registration Number:	3621875	
Registration Number:	3414331	DISCOVERY FOR CREDIT
Registration Number:	3479690	AHSTF
Registration Number:	3629871	FIELD STUDIES INTERNATIONAL
Registration Number:	3743643	THE FIELD STUDIES CENTER
Registration Number:	3794211	GEORGE WASHINGTON SCHOLARS FORUM
Registration Number:	3794213	
Serial Number:	77420057	DISCOVERY JOURNAL
Serial Number:	77825039	MYTRIP
Serial Number:	77875590	WORLDSTRIDES ACADEMY

**CORRESPONDENCE DATA**

Fax Number: (212)969-2900  
 Phone: (212) 969-3000

**900204744**

**TRADEMARK  
 REEL: 004642 FRAME: 0567**

**CH \$265.00 3621875**

Email: trademark@proskauer.com

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

Correspondent Name: Jenifer deWolf Paine

Address Line 1: Proskauer Rose LLP

Address Line 2: Eleven Times Square

Address Line 4: New York, NEW YORK 10366-8299

ATTORNEY DOCKET NUMBER:	11668-075 LAKELAND #4
NAME OF SUBMITTER:	Jenifer deWolf Paine
Signature:	/Jenifer deWolf Paine/
Date:	10/14/2011

**Total Attachments: 4**

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## TRADEMARK RELEASE AND REASSIGNMENT

THIS TRADEMARK RELEASE AND REASSIGNMENT is made as of October 4, 2011 by CHARLESBANK CAPITAL PARTNERS, LLC, a Massachusetts limited liability company ("**Grantee**"), as successor trustee and collateral agent under the Indenture (as defined below) in favor of LAKELAND FINANCE, LLC (the "**Grantor**").

### WITNESSETH:

WHEREAS, Grantor, WELLS FARGO BANK, NATIONAL ASSOCIATION, a national banking association, as former collateral agent under the Indenture (the "**Former Collateral Agent**"), and the Guarantors (as defined therein) entered into that certain Indenture dated as of December 15, 2005 (as amended, the "**Indenture**"), pursuant to which the Former Collateral Agent acted as trustee for the holders of certain of Grantor's 16% Senior Secured Notes due 2014 (the "**Holders**");

WHEREAS, pursuant to that certain Security Agreement, dated as of December 15, 2005, among Grantor, the other parties thereto and the Former Collateral Agent, as collateral agent (the "**Security Agreement**"), Grantor granted to Grantee a security interest in all of its right, title and interest in, to and under certain intellectual property and, in connection therewith, entered into that certain Trademark Security Agreement, dated as of December 15, 2005 (the "**Trademark Security Agreement**"), for the purpose of recording such security interest with respect to the Trademark Collateral (as such term is defined in the Trademark Security Agreement) with the United States Patent and Trademark Office;

WHEREAS, on April 28, 2010, the Former Collateral Agent resigned as trustee under the Indenture and the Holders appointed Grantee as successor trustee under the Indenture;

WHEREAS, Grantor, the Former Collateral Agent and Grantee entered into that certain Assignment and Assumption Agreement, dated as of April 28, 2010 (the "**Assignment Agreement**"), pursuant to which the Former Collateral Agent transferred and assigned to Grantee all of the Former Collateral Agent's right, title and interest in, to and under the Trademark Security Agreement from and after such date;

WHEREAS, following the date of the Trademark Security Agreement, Grantor acquired ownership of the Trademark Collateral listed on Schedule 1 hereto;

WHEREAS, a Notice of Trademark Security Interest with respect to the Trademark Collateral listed on Schedule 1 hereto was recorded by the Trademark Division of the United States Patent and Trademark Office on February 8, 2011, at Reel 4471, Frame 0022; and

WHEREAS, Grantor has requested that Grantee release its security interest in all of Grantor's right, title and interest in, to and under the Trademark Collateral and reassign the same to Grantor.

NOW THEREFORE, for good and valuable consideration, receipt and sufficiency of which are hereby acknowledged:

1. Grantee hereby releases its security interest in the Grantor's right, title and interest in, to and under the Trademark Collateral.

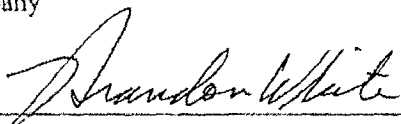
2. Grantee hereby reassigns, grants and conveys to Grantor, without any representation, recourse or undertaking by Grantee, all of Grantee's right, title and interest in, to and under the Trademark Collateral.

3. Grantee shall, at Grantor's expense, take all further actions, and provide to Grantor, its successors, assigns or other legal representatives, all such cooperation and assistance (including, without limitation, the execution and delivery of any and all documents or other instruments), reasonably requested by Grantor to more fully and effectively effectuate the purposes of this Trademark Release and Reassignment.

**[Signature Page Follows.]**

IN WITNESS WHEREOF, Grantee has caused this Trademark Release and Reassignment to be executed as of the day and year first above written.

CHARLESBANK CAPITAL PARTNERS,  
LLC, a Massachusetts limited liability  
company

By:   
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

[Signature Page to Trademark Release and Reassignment]

**SCHEDULE 1**

**US TRADEMARK REGISTRATIONS**

<b>Mark</b>	<b>Registration No.</b>	<b>Registration Date</b>
<b>Design Only</b>	3621875	5/19/09
<b>DISCOVERY FOR CREDIT</b>	3414331	4/22/08
<b>AHSTF</b>	3479690	8/5/08
<b>FIELD STUDIES INTERNATIONAL</b>	3629871	6/2/09
<b>THE FIELD STUDIES CENTER</b>	3743643	2/2/10
<b>GEORGE WASHINGTON SCHOLARS FORUM</b>	3794211	5/25/10
<b>Design Only</b>	3794213	5/25/10

**US TRADEMARK APPLICATIONS**

<b>Mark</b>	<b>Serial No.</b>	<b>Application Date</b>
<b>DISCOVERY JOURNAL</b>	77420057	3/12/08
<b>MYTRIP</b>	77825039	9/11/09
<b>WORLDSTRIDES ACADEMY</b>	77875590	11/18/09

**FOREIGN TRADEMARK REGISTRATIONS**

None.

**FOREIGN TRADEMARK APPLICATIONS**

None.

**TRADEMARK LICENSES**

None.