

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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|------------------------------|---|
| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | RELEASE OF SERIES C SUBSIDIARY TRADEMARK SECURITY AGREEMENT |

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|---|----------|----------------|-----------------------|
| Deutsche Bank Trust Company Americas, as Series C Subsidiary Collateral Agent | | 03/09/2012 | CORPORATION: NEW YORK |

RECEIVING PARTY DATA

| | |
|------------------------|---------------------------|
| Name: | Student Loan Xpress, Inc. |
| Street Address: | 1 CIT Drive |
| City: | Livingston |
| State/Country: | NEW JERSEY |
| Postal Code: | 07039 |
| Entity Type: | CORPORATION: DELAWARE |

| | |
|------------------------|---|
| Name: | The CIT Group/Commercial Services, Inc. |
| Street Address: | 1 CIT Drive |
| City: | Livingston |
| State/Country: | NEW JERSEY |
| Postal Code: | 07039 |
| Entity Type: | CORPORATION: NEW YORK |

| | |
|------------------------|---|
| Name: | CIT Loan Corporation (formerly known as The CIT Group/Consumer Finance, Inc.) |
| Street Address: | 1 CIT Drive |
| City: | Livingston |
| State/Country: | NEW JERSEY |
| Postal Code: | 07039 |
| Entity Type: | CORPORATION: DELAWARE |

PROPERTY NUMBERS Total: 23

| Property Type | Number | Word Mark |
|---------------|--------|-----------|
| | | |

OP \$590.00 3110699

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|----------------------|---------|-------------------------------------|
| Registration Number: | 3110699 | LENDING SOLUTIONS FOR BROKERS |
| Registration Number: | 3096726 | 3 FOR FREE |
| Registration Number: | 3235841 | BAR XPRESS |
| Registration Number: | 3146674 | CAREER XPRESS |
| Registration Number: | 3294959 | COMMUNITY COLLEGE XPRESS |
| Registration Number: | 2883361 | EDUCATION FINANCE CENTER |
| Registration Number: | 3128226 | EDUCATION LENDING GROUP |
| Registration Number: | 3175087 | GRAD XPRESS |
| Registration Number: | 3146673 | HEALTH XPRESS |
| Registration Number: | 3175086 | LEGAL XPRESS |
| Registration Number: | 3443645 | LOWER PAYMENTS FOR HIGHER EDUCATION |
| Registration Number: | 3169685 | RESIDENCY XPRESS |
| Registration Number: | 3091413 | RIGHTRATE LOAN |
| Registration Number: | 3176379 | STUDENT LOAN XPRESS |
| Registration Number: | 2667420 | STUDENT LOAN XPRESS |
| Registration Number: | 3357137 | STUDENT LOAN XPRESS |
| Registration Number: | 3175088 | UNDERGRAD XPRESS |
| Registration Number: | 3037691 | XPECT MORE |
| Registration Number: | 2927883 | XTREME REWARDS |
| Registration Number: | 3516463 | FINANCIALAID.COM |
| Registration Number: | 3013998 | STUDENT LOAN XPRESSWAY |
| Registration Number: | 2905040 | STUDENT LOAN XPRESS |
| Registration Number: | 2917675 | E-TAD ONLINE |

CORRESPONDENCE DATA

Fax Number: (212)291-9719
Phone: 212 558 3285
Email: newmanj@sullcrom.com, nguyenb@sullcrom.com
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
Correspondent Name: Julie A. Newman
Address Line 1: 125 Broad Street
Address Line 2: Sullivan & Cromwell LLP
Address Line 4: New York, NEW YORK 10004-2498

ATTORNEY DOCKET NUMBER: 017500/019 (JAN)

NAME OF SUBMITTER: Julie A. Newman

Signature:

TRADEMARK
REEL: 004735 FRAME: 0244

/Julie A. Newman/

Date:

03/12/2012

Total Attachments: 5

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RELEASE OF SERIES C SUBSIDIARY TRADEMARK SECURITY AGREEMENT

THIS RELEASE OF SERIES C SUBSIDIARY TRADEMARK SECURITY AGREEMENT (this "Release") is made as of March 9, 2012 (the "Effective Date") by Deutsche Bank Trust Company Americas, as Series C Subsidiary Collateral Agent (the "Collateral Agent") for the benefit of Student Loan Xpress, Inc., a Delaware corporation ("SLXI"), the CIT Group/Commercial Services, Inc. (NY), a New York corporation ("CITCSI"), and CIT Loan Corporation, a Delaware corporation (formerly known as The CIT Group/Consumer Finance, Inc.) (together with SLXI and CITCSI, the "Releasees").

WHEREAS, CIT Group Inc. (the "Issuer" or "Company") and Deutsche Bank Trust Company Americas, in its capacity as trustee (the "Series C Trustee") entered into that certain Series C Indenture, dated as of March 30, 2011, to provide for the future issuance of the Company's debt securities or other evidence of Indebtedness, to be issued from time to time in one or more series as might be determined by the Company thereunder (the "Series C Base Indenture"); and such Series C Base Indenture was amended and supplemented by that certain First Supplemental Indenture, dated as of March 30, 2011, between the Company, the guarantors named therein and the Series C Trustee (the "Series C First Supplemental Indenture", and together with the Series C Base Indenture, in each case, as amended, restated, modified and supplemented from time to time, collectively, the "Series C Indenture") to provide for the issuance of the Series C Second-Priority Secured Notes due 2014 and the Series C Second-Priority Notes due 2018 (the "Series C Indenture");

WHEREAS, the parties hereto have entered into (i) that certain Senior Intercreditor and Subordination Agreement, dated as of December 10, 2009 (as amended, restated, supplemented, modified or replaced from time to time), among Bank of America, N.A., in its capacities as the First Lien Credit Facility Representative, the First Lien Subsidiary Collateral Agent and the First Lien Parent Collateral Agent; Deutsche Bank Trust Company Americas, in its capacities as the Series A Representative, the Series A Parent Collateral Agent, the Series A Subsidiary Collateral Agent, the Series B Representative, the Series B Parent Collateral Agent and the Series B Subsidiary Collateral Agent; CIT Group Funding Company of Delaware LLC, in its capacities as CIT Leasing Secured Party and Series B Issuer; and the Company and certain of its Subsidiaries (the "Senior Intercreditor Agreement") to which Deutsche Bank Trust Company Americas, in its capacity as Series C Parent Collateral Agent and Series C Subsidiary Collateral Agent has become a party, pursuant to the Joinder Agreement dated as of the date hereof and (ii) that certain Junior Intercreditor Agreement, dated as of December 10, 2009 (as amended, restated, supplemented, modified or replaced from time to time), among Deutsche Bank Trust Company Americas, in its capacities as the Series A Parent Collateral Agent, the Series A Subsidiary Collateral Agent, the Series B Parent Collateral Agent and the Series B Subsidiary Collateral Agent; CIT Group Funding Company of Delaware LLC, in its capacities as CIT Leasing Secured Party and Series B Issuer and the Company and certain of its Subsidiaries (the "Junior Intercreditor Agreement") to which Deutsche Bank Trust Company Americas, in its capacity as Series C Parent Collateral Agent and Series C Subsidiary Collateral Agent has become a party, pursuant to the Joinder Agreement dated as of the date hereof;

WHEREAS, all of the Releasees are party to the Series C Collateral Agreement, dated as of March 30, 2011, among the Releasees, the Series C Parent Collateral Agent and Series C Subsidiary Collateral Agent (the "Collateral Agreement"), pursuant to which the Releasees were required to execute and deliver the Series C Subsidiary Trademark Security Agreement, in which the Releasees granted a Lien on and security interest in and to all of its right, title and interest in, to and under the Trademark Collateral (as defined below) (the "Security Interest");

WHEREAS, the Security Interest was recorded in the United States Patent and Trademark Office on April 7, 2011 at Reel No. 4517 and Frame No. 0783; and

WHEREAS, the Collateral Agent now desires to terminate and release the entirety of its Security Interest in the Trademark Collateral (as defined below);


NOW, THEREFORE, for good and valuable consideration, including the satisfaction of all obligations, indebtedness and liabilities secured by the Trademark Collateral (as defined below) pursuant to the Collateral Agreement, the receipt and adequacy of which are hereby acknowledged, and upon the terms set forth in this Release, the Collateral Agent hereby states as follows:

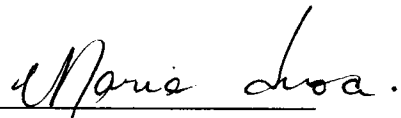
1. Definitions. Capitalized terms used herein without definition are used as defined in the Collateral Agreement.
 - a. "Trademark Collateral" means all United States, and foreign trademarks, trade names, corporate names, company names, business names, fictitious business names, Internet Domain Names, service marks, certification marks, collective marks, logos, other source or business identifiers, all registrations and applications for any of the foregoing including: (i) the registrations and applications referred to in Schedule 1 hereto, (ii) all extensions or renewals of any of the foregoing, (iii) all of the goodwill of the business connected with the use of and symbolized by the foregoing, and (iv) all proceeds of the foregoing, including licenses, royalties, income, payments, claims, damages, and proceeds of suit.
2. Termination and Release of Security Interest. The Collateral Agent hereby terminates, releases and discharges the entirety of its Security Interest in the Trademark Collateral, and any right, title or interest the Collateral Agent may have in such Trademark Collateral shall hereby cease and become void.
3. Recordation. The Collateral Agent authorizes and requests that the Commissioner for Trademarks record this Release.
4. Further Assurances. Collateral Agent hereby agrees to duly execute, acknowledge, procure and deliver any further documents and to do such other acts as may be reasonably necessary to effect the release of the Security Interest contemplated hereby.

[Signature Page Follows]

IN WITNESS WHEREOF, the Collateral Agent has caused this Release to be executed by its duly authorized representative as of the Effective Date:

DEUTSCHE BANK TRUST
COMPANY AMERICAS,
as Collateral Agent

By: 
Name: IRENE SIEGEL
Title: VICE PRESIDENT

By: 
Name: MARIA INOA
Title: ASSOCIATE

Schedule 1

| Record Owner | Title (Trademark) | Jurisdiction | Registration Number | Registration Date |
|---------------------------|---|---------------------|----------------------------|--------------------------|
| CIT Loan Corporation | Lending Solutions For Brokers | USA | 3,110,699 | 06/27/06 |
| Student Loan Xpress, Inc. | 3 FOR FREE | USA | 3096726 | 05/23/06 |
| Student Loan Xpress, Inc. | BAR XPRESS | USA | 3235841 | 05/01/07 |
| Student Loan Xpress, Inc. | CAREER XPRESS | USA | 3146674 | 09/19/06 |
| Student Loan Xpress, Inc. | COMMUNITY COLLEGE XPRESS | USA | 3294959 | 09/18/07 |
| Student Loan Xpress, Inc. | EDUCATION FINANCE CENTER | USA | 2883361 | 09/07/04 |
| Student Loan Xpress, Inc. | EDUCATION LENDING GROUP and Design with color claim to blue for "EDUCATION" | USA | 3128226 | 08/08/06 |
| Student Loan Xpress, Inc. | GRAD XPRESS | USA | 3175087 | 11/21/06 |
| Student Loan Xpress, Inc. | HEALTH XPRESS | USA | 3146673 | 09/19/06 |
| Student Loan Xpress, Inc. | LEGAL XPRESS | USA | 3175086 | 11/21/06 |
| Student Loan Xpress, Inc. | LOWER PAYMENTS FOR HIGHER EDUCATION | USA | 3443645 | 06/10/08 |
| Student Loan Xpress, Inc. | RESIDENCY XPRESS | USA | 3169685 | 11/07/06 |
| Student Loan Xpress, Inc. | RIGHTRATE LOAN | USA | 3091413 | 05/09/06 |
| Student Loan Xpress, Inc. | STUDENT LOAN XPRESS | USA | 3176379 | 11/28/06 |
| Student Loan Xpress, Inc. | STUDENT LOAN XPRESS | USA | 2667420 | 12/24/02 |
| Student Loan Xpress, Inc. | STUDENT LOAN XPRESS & DESIGN | USA | 3357137 | 12/18/07 |
| Student Loan Xpress, Inc. | UNDERGRAD XPRESS | USA | 3175088 | 11/21/06 |
| Student Loan Xpress, Inc. | XPECT MORE | USA | 3037691 | 01/03/06 |
| Student Loan Xpress, Inc. | XTREME REWARDS | USA | 2927883 | 02/22/05 |

EXECUTION VERSION

| Record Owner | Title (Trademark) | Jurisdiction | Registration Number | Registration Date |
|---|--------------------------------|---------------------|----------------------------|--------------------------|
| Student Loan Xpress, Inc. | FINANCIALAID.COM & Design | USA | 3516463 | 10/14/08 |
| Student Loan Xpress, Inc. | STUDENT LOAN XPRESSWAY | USA | 3013998 | 11/8/05 |
| Student Loan Xpress, Inc. | STUDENT LOAN XPRESS (Stylized) | USA | 2905040 | 11/23/04 |
| The CIT Group/Commercial Services, Inc. | E-TAD ONLINE | USA | 2917675 | 01/11/05 |