

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
EducationDynamics, LLC		09/04/2012	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	Hercules Technology Growth Capital, Inc.
Street Address:	400 Hamilton Avenue, Suite 310
City:	Palo Alto
State/Country:	CALIFORNIA
Postal Code:	94301
Entity Type:	CORPORATION: MARYLAND

PROPERTY NUMBERS Total: 33

Property Type	Number	Word Mark
Registration Number:	3658836	EDD EDUCATION DYNAMICS
Registration Number:	3609595	EDD EDUCATION DYNAMICS CHART YOUR COURSE
Registration Number:	3609563	EDUCATIONDYNAMICS
Registration Number:	3658835	EDD EDUCATION DYNAMICS
Registration Number:	3658818	EDD
Registration Number:	4091285	EDUCATIONDYNAMICS ELEARNING INDEX
Registration Number:	3851655	EDUCATIONDYNAMICS ELEARNING INDEX
Registration Number:	4035590	FIND. ENROLL. RETAIN.
Registration Number:	2566409	GRADSCHOOLS.COM
Registration Number:	2728751	STUDENTPROSPECTOR
Registration Number:	2818918	STUDENT PROSPECTOR
Registration Number:	3739995	LEADWATCHLIVE
Registration Number:	3742459	LEADWATCHLIVE
Registration Number:	3725487	CAREER STIMULUS PACKAGE

CH \$840.00 3658836

TRADEMARK

Registration Number:	3746275	CAREER STIMULUS PACKAGE
Registration Number:	3746274	CAREER STIMULUS PACKAGE
Registration Number:	3564594	EARNMYDEGREE.COM
Registration Number:	2537155	ELEARNERS.COM
Registration Number:	2470525	ELEARNERS
Registration Number:	3891543	ELEARNERS ADVISOR
Registration Number:	3323365	EDUCATION CONNECTION
Registration Number:	3665734	PROJECT WORKING MOM
Registration Number:	3996650	TEST DRIVE COLLEGE ONLINE
Registration Number:	3996649	TEST DRIVE GRAD SCHOOL ONLINE
Registration Number:	2511470	STUDYABROAD.COM
Registration Number:	3885997	STUDYABROAD.COM
Registration Number:	4042882	STUDYABROAD.COM
Registration Number:	3986867	STUDYABROAD.COM
Serial Number:	85155166	TEST DRIVE GRAD SCHOOL ONLINE
Serial Number:	85551754	BRANDWATCHLIVE POWERED BY EDUCATIONDYNAMICS
Serial Number:	85551572	BRANDWATCHLIVE
Serial Number:	85535849	CHRISTIANEDUCATION.COM
Serial Number:	85535872	CHRISTIANEDUCATION.COM

CORRESPONDENCE DATA

Fax Number: 3128035299
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
Phone: (312) 845-3430
Email: kalwa@chapman.com
Correspondent Name: Richard Kalwa
Address Line 1: 111 West Monroe Street
Address Line 2: Chapman and Cutler LLP
Address Line 4: Chicago, ILLINOIS 60603

ATTORNEY DOCKET NUMBER:	1996222
NAME OF SUBMITTER:	Richard Kalwa
Signature:	/richard kalwa/
Date:	09/04/2012

Total Attachments: 18
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TRADEMARK
REEL: 004855 FRAME: 0163

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TRADEMARK COLLATERAL AGREEMENT

This 4th day of September, 2012, EducationDynamics, LLC, a Delaware limited liability company ("*Debtor*") with its principal place of business and mailing address at 5 Marine View Plaza, Suite 212, Hoboken, New Jersey 07030, in consideration of ten dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, assigns, mortgages and pledges to Hercules Technology Growth Capital, Inc., a Maryland corporation ("*Hercules*"), with its mailing address at 400 Hamilton Avenue, Suite 310, Palo Alto, California 94301, acting as administrative agent hereunder for the Secured Creditors as defined in the Security Agreement referred to below, and its successors and assigns (Hercules acting as such administrative agent and any successor(s) or assign(s) to Hercules acting in such capacity being hereinafter referred to as the "*Agent*"), and grants to the Agent for the benefit of the Secured Creditors a continuing security interest in, the following property:

(i) Each trademark, trademark registration, and trademark application listed on Schedule A hereto, and all of the goodwill of the business connected with the use of, and symbolized by, each such trademark, trademark registration, and trademark application; and

(ii) All proceeds of the foregoing, including without limitation any claim by Debtor against third parties for damages by reason of past, present or future infringement of any trademark, trademark registration, or trademark application listed on Schedule A hereto or by reason of injury to the goodwill associated with any such trademark, trademark registration, or trademark application, in each case together with the right to sue for and collect said damages;

to secure the payment and performance of all Secured Obligations of Debtor as set out in that certain Security Agreement bearing even date herewith among Debtor, Education Connection Services, LLC, a Delaware limited liability company, and Agent, as the same may be amended, modified, or restated from time to time (the "*Security Agreement*").

Notwithstanding anything herein to the contrary, this Trademark Collateral Agreement shall not operate as a sale, transfer, conveyance or other assignment to Agent of any applications by Debtor for a trademark based on an intent to use the same if and so long as such application is pending without a Statement of Use having been filed and accepted (such pending applications which are based on intent to use being hereinafter referred to collectively as "*Intent-To-Use Applications*"), but rather, if and so long as Debtor's Intent-To-Use Application is pending without a Statement of Use having been filed and accepted, then this Trademark Collateral Agreement shall operate only to create a security interest for collateral purposes in favor of Agent on such Intent-To-Use Application as collateral security for the Secured Obligations. When a Statement of Use is filed and accepted by the Trademark Office, then that application shall cease to be partly exempted from this Agreement.

Debtor does hereby further acknowledge and affirm that the rights and remedies of Agent with respect to the assignment, mortgage, pledge and security interest in the trademarks,

trademark registrations, and trademark applications made and granted hereby are more fully set forth in the Security Agreement, the terms and provisions of which are incorporated herein by reference as if fully set forth herein.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, Debtor has caused this Trademark Collateral Agreement to be duly executed as of the date and year last above written.

EDUCATIONDYNAMICS, LLC

By Tom Anderson
Name Tom Anderson
Title CEO

Accepted and agreed to as of the date and year last above written.

HERCULES TECHNOLOGY GROWTH CAPITAL,
INC.

By _____
Name _____
Title _____

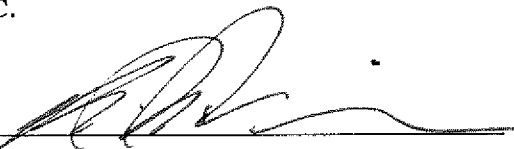
IN WITNESS WHEREOF, Debtor has caused this Trademark Collateral Agreement to be duly executed as of the date and year last above written.

EDUCATIONDYNAMICS, LLC

By _____
Name _____
Title _____

Accepted and agreed to as of the date and year last above written.

HERCULES TECHNOLOGY GROWTH CAPITAL,
INC.


By  _____
Name K. Nicholas Maritsch
Title Associate General Counsel

**SCHEDULE A
TO TRADEMARK COLLATERAL AGREEMENT**

SEE ATTACHED

TRADEMARKS

PENDING AND REGISTERED FEDERAL MARKS

MARK
 <p>Reg. No. 3,658,836 Reg. Date: 07/21/2009</p> <p>IC 035: Marketing services; development of web integrated marketing for educational institutions, particularly for admissions enrollment management services, recruitment and retention of students for educational institutions, and alumni development management services; providing consumer information in the field of education; consulting services and providing marketing, management and promotional programs for increasing recruitment and retention rates of students for educational institutions. FIRST USE: 20071112. FIRST USE IN COMMERCE: 20071112</p> <p>IC 041: Providing online searchable databases featuring targeted information on educational institutions, namely, information about courses of study, degree and certificate program requirements, admission requirements, and student services offered at particular educational institutions. FIRST USE: 20071112. FIRST USE IN COMMERCE: 20071112</p> <p>IC 042: Maintenance and updating of online web integrated marketing for educational institutions. FIRST USE: 20071112. FIRST USE IN COMMERCE: 20071112</p>



Education Dynamics
Chart Your Course

Reg. No. 3,609,595

Reg. Date: 04/21/2009

IC 035: Marketing services; development of web integrated marketing for educational institutions, particularly for admissions enrollment management services, recruitment and retention of students for educational institutions, and alumni development management services; providing consumer information in the field of education; consulting services and providing marketing, management and promotional programs for increasing recruitment and retention rates of students for educational institutions.

FIRST USE: 20071112.

FIRST USE IN COMMERCE: 20071112

IC 041: Providing online searchable databases featuring targeted information on educational institutions, namely, information about courses of study, degree and certificate program requirements, admission requirements, and student services offered at particular educational institutions.

FIRST USE: 20071112.

FIRST USE IN COMMERCE: 20071112

IC 042: Maintenance and updating of online web integrated marketing for educational institutions.

FIRST USE: 20071112.

FIRST USE IN COMMERCE: 20071112

EDUCATIONDYNAMICS

Reg. No. 3,609,563

Reg. Date: 04/21/2009

IC 035: Marketing services; development of web integrated marketing for educational institutions, particularly for admissions enrollment management services, recruitment and retention of students for educational institutions, and alumni development management services; providing consumer information in the field of education; consulting services and providing marketing, management and promotional programs for increasing recruitment and retention rates of students for educational institutions.

FIRST USE: 20071112.

FIRST USE IN COMMERCE: 20071112

IC 041: Providing online searchable databases featuring targeted information on educational institutions, namely, information about courses of study, degree and certificate program requirements, admission requirements, and student services offered at particular educational institutions.

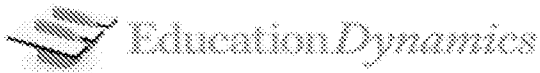
FIRST USE: 20071112.

FIRST USE IN COMMERCE: 20071112

IC 042: Maintenance and updating of online web integrated marketing for educational institutions.

FIRST USE: 20071112.

FIRST USE IN COMMERCE: 20071112



Reg. No. 3,658,835

Reg. Date: 07/21/2009

IC 035: Marketing services; development of web integrated marketing for educational institutions, particularly for admissions enrollment management services, recruitment and retention of students for educational institutions, and alumni development management services; providing consumer information in the field of education; consulting services and providing marketing, management and promotional programs for increasing recruitment and retention rates of students for educational institutions.

FIRST USE: 20071112.

FIRST USE IN COMMERCE: 20071112

IC 041: Providing online searchable databases featuring targeted information on educational institutions, namely, information about courses of study, degree and certificate program requirements, admission requirements, and student services offered at particular educational institutions.

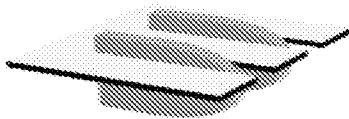
FIRST USE: 20071112.

FIRST USE IN COMMERCE: 20071112

IC 042: Maintenance and updating of online web integrated marketing for educational institutions.

FIRST USE: 20071112.

FIRST USE IN COMMERCE: 20071112



Reg. No. 3,658,818

Reg. Date: 07/21/2009

IC 035: Marketing services; development of web integrated marketing for educational institutions, particularly for admissions enrollment management services, recruitment and retention of students for educational institutions, and alumni development management services; providing consumer information in the field of education; consulting services and providing marketing, management and promotional programs for increasing recruitment and retention rates

of students for educational institutions.

FIRST USE: 20071112.

FIRST USE IN COMMERCE: 20071112

IC 041: Providing online searchable databases featuring targeted information on educational institutions, namely, information about courses of study, degree and certificate program requirements, admission requirements, and student services offered at particular educational institutions.

FIRST USE: 20071112.

FIRST USE IN COMMERCE: 20071112

IC 042: Maintenance and updating of online web integrated marketing for educational institutions.

FIRST USE: 20071112.

FIRST USE IN COMMERCE: 20071112

EDUCATIONDYNAMICS ELEARNING INDEX

Reg. No. 4,091,285

Reg. Date: 01/24/2012

IC 041: Providing online publications in the nature of research reports featuring supply and demand data and analysis in the field of education and online degree programs.

FIRST USE: 20111107.

FIRST USE IN COMMERCE: 20111107.

EDUCATIONDYNAMICS ELEARNING INDEX

Reg. No. 3,851,655

Reg. Date: 09/21/2010

IC016: Printed research reports featuring supply and demand data and analysis in the field of education and online degree programs.

FIRST USE: 20081104.

FIRST USE IN COMMERCE: 20081104

FIND. ENROLL. RETAIN.

Reg. No. 4,035,590

Reg. Date: 10/04/2011

IC 035: Advertising and marketing; advertising and marketing, namely, development of web integrated marketing for

educational institutions, particularly for admissions enrollment management services, recruitment and retention of students for educational institutions, and alumni development management services; providing consumer information in the field of education; marketing consulting services for increasing recruitment and retention rates of students for educational institutions, and advertising and marketing, namely, designing and managing marketing, management and promotional programs for increasing recruitment and retention rates of students for educational institutions; maintenance and updating of web integrated marketing information for educational institutions

FIRST USE: 20101029; FIRST USE IN COMMERCE: 20101029

IC 041: Providing online searchable databases featuring targeted information on educational institutions, namely, information about courses of study, degree and certificate program requirements, admission requirements, and educational services for students offered at particular educational institutions

FIRST USE: 20101029; FIRST USE IN COMMERCE: 20101029

GRADSCHOOLS.COM

Reg. No. 2,566,409

Reg. Date: 05/07/2002

IC 035: Providing an on-line computer database containing directories pertaining to education and educational programs.

FIRST USE: 19950700.

FIRST USE IN COMMERCE: 19950900

StudentProspector

Reg. No. 2,728,751

Reg. Date: 06/24/2003

IC035: providing, on a subscription basis, an on-line computer database enabling academic recruiters to search through student profiles for recruitment of quality applicants.

FIRST USE: 20010429.

FIRST USE IN COMMERCE: 20010429



Reg. No. 2,818,918

Reg. Date: 03/02/2004

IC 035: providing, on a subscription basis, an on-line computer database enabling academic recruiters to search through student profiles for recruitment of quality applicants.

FIRST USE: 20010429.

FIRST USE IN COMMERCE: 20010429

LEADWATCHLIVE

Reg. No. 3,739,995

Reg. Date: 01/19/2010

IC 035: Media buying services for others, namely, planning, buying and negotiating of online advertising; business management in the nature of vendor management for education providers; providing online marketing campaign optimization services for others in the nature of evaluating the return on investment obtained by advertising outlets, and recommending changes to the advertising outlets or the amount of services acquired from the advertising outlets; administration, billing and reconciliation of accounts on behalf of others.

FIRST USE: 20070930.

FIRST USE IN COMMERCE: 20070930

LEADWATCHLIVE

Reg. No. 3,742,459

Reg. Date: 01/26/2010

IC 042: Providing software as a service, namely, providing online, nondownloadable software for use in storing, tracking, and managing information relating to online marketing efforts, and managing vendor relationships; software integration services, namely, providing online, nondownloadable software for application and database integration.

FIRST USE: 20070930.

FIRST USE IN COMMERCE: 20070930

CAREER STIMULUS PACKAGE

Reg. No. 3,725,487

Reg. Date: 12/15/2009

IC 036: Providing information about resources available to assist individuals returning to school, namely, availability of and how to apply for educational scholarships, financial aid, and grants.

FIRST USE: 20090615.

FIRST USE IN COMMERCE: 20090615

CAREER STIMULUS PACKAGE

Reg. No. 3,746,275

Reg. Date: 02/09/2010

IC 041: Providing information about education and continuing education; providing information about resources available to assist individuals returning to school, namely, online degree program availability and desirability; arranging internships and apprenticeships in the fields of accounting, finance, advertising, public relations, ecommerce, marketing, project management, sales, technology, charitable organizations, engineering, sustainability, real estate, and property management; career counseling.

FIRST USE: 20090615.

FIRST USE IN COMMERCE: 20090615

CAREER STIMULUS PACKAGE

Reg. No. 3,746,274
Reg. Date: 02/09/2010

IC 035: Advertising and promotional services for educational institutions.
FIRST USE: 20090615.
FIRST USE IN COMMERCE: 20090615

EarnMyDegree.com

Reg. No. 3,564,594
Reg. Date: 01/20/2009

IC 035: Dissemination of advertising for others via an on-line electronic communications network.
FIRST USE: 20030000.
FIRST USE IN COMMERCE: 20030000

ELEARNERS.COM

Reg. No. 2,537,155
Reg. Date: 02/05/2002

IC 035: Dissemination of advertising for others via an on-line electronic communications network.
FIRST USE: 19991023.
FIRST USE IN COMMERCE: 20000516

ELEARNERS

Reg. No. 2,470,525
Reg. Date: 07/17/2001

IC 035: Dissemination of advertising for others via an on-line electronic communications network.
FIRST USE: 19991023.
FIRST USE IN COMMERCE: 20000516

eLearners Advisor

Reg. No. 3,891,543
Reg. Date: 12/14/2010

IC 041: Providing an interactive website featuring automated diagnostic testing and automated assessment services, namely, educational testing and educational assessments for individuals considering an online degree program and for use in selecting an online degree program.

FIRST USE: 20030000.
FIRST USE IN COMMERCE: 20030000

EDUCATION CONNECTION

Reg. No. 3,323,365
Reg. Date: 10/30/2007

IC 041: providing students, via the internet, with information and individualized recommendations concerning online and distance-learning courses, degrees and educational programs.

FIRST USE: 20060501.
FIRST USE IN COMMERCE: 20060501

PROJECT WORKING MOM

Reg. No. 3,665,734

Reg. Date: 08/11/2009

IC 036: Providing information about education, namely, resources available to assist individuals returning to school, namely, availability of and how to apply for educational scholarships, financial aid, and grants.

FIRST USE: 20080129.

FIRST USE IN COMMERCE: 20080129

IC 041: Providing information about education and continuing education; providing information about resources available to assist individuals returning to school, namely, online degree program availability and desirability.

FIRST USE: 20080129.

FIRST USE IN COMMERCE: 20080129

TEST DRIVE COLLEGE ONLINE

Reg. No. 3,996,650

Reg. Date: 07/19/2011

IC 035: Admissions support services for educational institutions, namely, providing business and office support services to educational institutions; providing advertising, marketing and lead generation services to third parties; providing databases featuring business information in the nature of student contact information; development of marketing programs for educational institutions, particularly for admissions enrollment management services, recruitment and retention of students for educational institutions; providing consumer information in the field of education; consulting services and providing marketing, management and promotional programs for increasing recruitment and retention rates of students for educational institutions.

FIRST USE: 20100300.

FIRST USE IN COMMERCE: 20100300

IC 038: Electronic delivery of educational content via a global computer network; providing multiple user access to a global computer network featuring courses of instruction at the college level.

FIRST USE: 20100300.

FIRST USE IN COMMERCE: 20100300

IC 041: Providing online searchable databases featuring information about online courses of study; providing information on-line relating to educational opportunities; education services, namely providing opportunities for students to experience online courses of instruction at the undergraduate level; Providing online courses of instruction at the undergraduate level; admissions screening for educational institutions.

FIRST USE: 20100300.

FIRST USE IN COMMERCE: 20100300

TEST DRIVE GRAD SCHOOL ONLINE

Serial No. 85/155,166

Filed: 10/18/2010

IC 038: Electronic delivery of educational content via a global computer network; providing multiple user access to a global computer network featuring courses of instruction at the graduate level

IC 041: Providing online courses of instruction at the graduate school level

TEST DRIVE GRAD SCHOOL ONLINE

Reg. No. 3,996,649

Reg. Date: 07/19/2011

IC 035: Admissions support services for educational institutions, namely, providing business and office support services to educational institutions; providing advertising, marketing and lead generation services to third parties; providing databases featuring business information in the nature of student contact information; development of marketing programs for educational institutions, particularly for admissions enrollment management services, recruitment and retention of students for educational institutions; providing consumer information in the field of education; consulting services and providing marketing, management and promotional programs for increasing recruitment and retention rates of students for educational institutions.

FIRST USE: 20100701.

FIRST USE IN COMMERCE: 20100701

IC 041: Providing online searchable databases featuring information about online courses of study; providing information on-line relating to educational opportunities; education services, namely providing opportunities for students to experience online courses of instruction at the postgraduate level; admissions screening for educational institutions.

FIRST USE: 20100701.

FIRST USE IN COMMERCE: 20100701

STUDYABROAD.COM

Reg. No. 2,511,470

Reg. Date: 11/27/2001

IC 035: computer services, namely providing on-line directories containing information links and other resources available on computer networks pertaining to education and educational programs.

FIRST USE: 19950700.

FIRST USE IN COMMERCE: 19950900

STUDYABROAD.COM

Reg. No. 3,885,997

Reg. Date: 12/07/2010

IC 035: Advertising, marketing and promotion services.

FIRST USE: 19950700.

FIRST USE IN COMMERCE: 19950900

IC 041: Provision of information relating to education, educational opportunities, educational resources and study abroad programs.

FIRST USE: 19950700.

FIRST USE IN COMMERCE: 19950900



StudyAbroad.com

Reg. No. 4,042,882

Reg. Date: 10/18/2011

IC 035: Providing an on-line directory information service featuring information and links to the web sites of others pertaining to education, educational opportunities, educational resources and study abroad programs; advertising, marketing and promotion services

FIRST USE: 20100507; FIRST USE IN COMMERCE: 20100507

IC 041: Provision of information relating to education, educational opportunities, educational resources and study abroad programs

FIRST USE: 20100507; FIRST USE IN COMMERCE: 20100507



StudyAbroad.com

Reg. No. 3,986,867

Reg. Date: 06/28/2011

IC 035: Providing an on-line directory information service featuring information and links to the web sites of others pertaining to education, educational opportunities, educational resources and study abroad programs; advertising, marketing and promotion services.

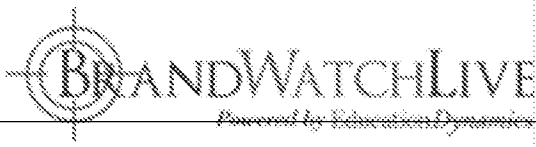
FIRST USE: 20100506.

FIRST USE IN COMMERCE: 20100506

IC 041: Provision of information relating to education, educational opportunities, educational resources and study abroad programs.

FIRST USE: 20100506.

FIRST USE IN COMMERCE: 20100506



Serial No. 85/551,754
Filing Date: 02/24/2012

IC 035: Business consulting and information services, namely, consulting on brands and trademarks for businesses, brand and trademark monitoring services; management of brands and trademarks for businesses.

IC 042: Technology platform provider, application service provider (ASP), provider of SAAS (software-as-a-service) services, and cloud computing services, in each case featuring software for use in brand and trademark monitoring devices and management of brands and trademarks.

BRANDWATCHLIVE

Serial No. 85/551,572
Filing Date: 02/23/2012

IC 035. Business consulting and information services; branding services, namely, consulting on brands and trademarks for businesses, brand and trademark monitoring services; management of brands and trademarks for businesses

IC 042. Technology platform provider, application service provider (ASP), provider of SAAS (software-as-a-service) services, and cloud computing services, in each case featuring software for use in brand and trademark monitoring services and management of brands and trademarks

CHRISTIANEDUCATION.COM

Serial No. 85/535,849
Filing Date: 02/07/2012

IC 035. Providing an on-line directory information service featuring information and links to the web sites of others pertaining to education, educational opportunities, educational resources and faith based programs; advertising, marketing and promotion services.

FIRST USE: 20111116.

FIRST USE IN COMMERCE: 20111116

IC 041. Provision of information relating to education, educational opportunities, educational resources and faith based programs.

FIRST USE: 20111116.

FIRST USE IN COMMERCE: 20111116



ChristianEducation.com

Serial No. 85/535,872

Filing Date: 02/07/2012

IC 035. Providing an on-line directory information service featuring information and links to the web sites of others pertaining to education, educational opportunities, educational resources and faith based programs; advertising, marketing and promotion services.

FIRST USE: 20111116.

FIRST USE IN COMMERCE: 20111116

IC 041. Provision of information relating to education, educational opportunities, educational resources and faith based programs.

FIRST USE: 20111116.

FIRST USE IN COMMERCE: 20111116