

## 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
Core Education and Consulting Solutions, Inc.		01/23/2013	CORPORATION: TENNESSEE
RECEIVING PARTY DATA			
Name:	DB Trustees (Hong Kong) Limited, as Security Agent		
Street Address:	52/F International Commerce Centre		
Internal Address:	1 Austin Road West		
City:	Hong Kong		
State/Country:	HONG KONG		
Entity Type:	CORPORATION: HONG KONG		
PROPERTY NUMBERS Total: 18			
Property Type	Number	Word Mark	
Registration Number:	3350912	BRIGHT IDEA	
Registration Number:	3725967	CORE ECS	
Registration Number:	3350913	ECS BRIGHT IDEA	
Registration Number:	2882561	EDMASTERY	
Registration Number:	3848685	EDMASTERY	
Registration Number:	3723829	EVERY CHILD CAN ACHIEVE	
Registration Number:	2451728	HOMEROOM	
Registration Number:	3525036	PROSPECTS IN ELA	
Registration Number:	3541064	PROSPECTS IN MATH	
Registration Number:	3231162	SIDESTREETS	
Registration Number:	3220701	SIDE STREETS	
Registration Number:	4007319	IPGROWTH	
Registration Number:	4094474	CORE ECS BRIGHT IDEA	
Registration Number:	4092053	ECSDTOOL QUERY ANY DATA ANYWHERE!	

TRADEMARK

Registration Number:	4094464	CORE ECS UNIQUE ID
Registration Number:	4109787	AC3
Registration Number:	4109797	CORE CAREERS
Registration Number:	4176620	INTELLIGENT ITEMS

#### CORRESPONDENCE DATA

Fax Number: 2123548113

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

Phone: 212-819-8200

Email: iprecordations@whitecase.com

Correspondent Name: Andrew Fessak/White & Case LLP

Address Line 1: 1155 Avenue of the Americas

Address Line 2: Patent and Trademark Department

Address Line 4: New York, NEW YORK 10036

ATTORNEY DOCKET NUMBER:	9111779-0059-CORE
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#### DOMESTIC REPRESENTATIVE

Name:

Address Line 1:

Address Line 2:

Address Line 3:

Address Line 4:

NAME OF SUBMITTER:	Andrew Fessak
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Signature:	/Andrew Fessak/
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Date:	01/28/2013
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#### Total Attachments: 5

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**GRANT OF SECURITY INTEREST  
IN UNITED STATES TRADEMARKS**

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, Core Education and Consulting Solutions, Inc., a corporation (the "Grantor") with principal offices at 3 Ravinia Drive, Suite 1900, Atlanta, Georgia 30346, hereby grants to DB Trustees (Hong Kong) Limited, as Security Agent, with principal offices at 52/F International Commerce Centre, 1 Austin Road West, Hong Kong, (the "Grantee"), a continuing security interest in (i) all of the Grantor's right, title and interest in, to and under to the United States trademarks, trademark registrations and trademark applications set forth on Schedule A attached hereto (the "Mark Collateral"), (ii) all Proceeds (as such term is defined in the Security Agreement referred to below) and products of the Mark Collateral, (iii) the goodwill of the businesses with which the Mark Collateral are associated and (iv) all causes of action arising prior to or after the date hereof for infringement of any of the Mark Collateral or unfair competition regarding the same.

THIS GRANT is made to secure the satisfactory performance and payment of all the Secured Obligations of the Grantor, as such term is defined in the Security Agreement among the Grantor, the other assignors from time to time party thereto and the Grantee, dated as of January<sup>23</sup>, 2013 (as amended, restated, amended and restated, supplemented and/or otherwise modified from time to time, the "Security Agreement"). At the end of the Security Period (as defined in the Security Agreement), the Grantee shall execute, acknowledge, and deliver to the Grantor an instrument in writing releasing the security interest in the Mark Collateral acquired under this Grant.

THIS GRANT has been granted in conjunction with the security interest granted to the Grantee under the Security Agreement. The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Security Agreement, all terms

and provisions of which are incorporated herein by reference. In the event that any provisions of this Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

**[Remainder of this page intentionally left blank; signature page follows]**

IN WITNESS WHEREOF, the undersigned have executed this Grant as of the 23  
January  
day of     , 2013.

**CORE EDUCATION AND CONSULTING  
SOLUTIONS, INC., Grantor**

By 

Name: SHEKHAR IYER

Title: CEO

**DB TRUSTEES (HONG KONG) LIMITED,**  
as Security Agent and Grantee

By \_\_\_\_\_

Name:

Title:

By \_\_\_\_\_

Name:

Title:

IN WITNESS WHEREOF, the undersigned have executed this Grant as of the 23  
January  
day of \_\_\_\_\_, 2013.

**CORE EDUCATION AND CONSULTING  
SOLUTIONS, INC., Grantor**

By \_\_\_\_\_

Name:

Title:

**DB TRUSTEES (HONG KONG) LIMITED,**  
as Security Agent and Grantee

By \_\_\_\_\_

Name: Annita Yeo Shiao Lian  
Authorised Signatory

Title:

By \_\_\_\_\_

Name: Melissa Chow  
Authorised Signatory

Title:

Schedule A

Mark	Jurisdiction	Reg. No.
Bright Idea (words only)	U.S.	3350912
CORE ECS (words only)	U.S.	3725967
ECS Bright Idea (with light bulb logo)	U.S.	3350913
Edmastery (words only)	U.S.	2882561
Edmastery (words only)	U.S.	3848685
Every Child Can Achieve (words only)	U.S.	3723829
Homerroom (words only)	U.S.	2451728
Prospects in ELA (words only)	U.S.	3525036
Prospects in Math (words only)	U.S.	3541064
Sidestreets (words only)	U.S.	3231162
Sidestreets (logo)	U.S.	3220701
IP Growth (words only)	U.S.	4007319
CORE ECS BRIGHT IDEA (words only)	U.S.	4094474
ECS DTOOL QUERY ANY DATA ANYWHERE! (logo)	U.S.	4092053
CORE ECS Unique ID (words only)	U.S.	4094464
AC3	U.S.	4109787
Core Careers	U.S.	4109797
Intelligent Items	U.S.	4176620