

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Release of Security Interest recorded at Reel 3604, Frame 0710.

CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Wilmington Trust Company		04/04/2013	CORPORATION: DELAWARE

RECEIVING PARTY DATA	
Name:	Sylvan Learning, Inc.
Street Address:	1001 Fleet Street
Internal Address:	Attn: John F. McAuliffe
City:	Baltimore
State/Country:	MARYLAND
Postal Code:	21202
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 27

Property Type	Number	Word Mark
Registration Number:	1330154	SYLVAN LEARNING CENTER
Registration Number:	1410891	SYLVAN
Registration Number:	1786045	SYLVAN LEARNING SYSTEMS
Registration Number:	1812607	SYLVAN STUDY POWER
Registration Number:	2134672	SUCCESSFUL STUDENT
Registration Number:	2156097	SYLVAN SKILLS ASSESSMENT
Registration Number:	2553024	BOOK ADVENTURE
Registration Number:	2572252	ADVANCED YOUTH SCHOLAR PROGRAM
Registration Number:	2716440	SYLVAN ADVANTAGE
Registration Number:	2748188	MATH ESSENTIALS
Registration Number:	2880180	SYLVAN LEARNING CENTER
Registration Number:	2894998	BAILEY BOOKMARK
Registration Number:	2894999	REX READER

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Registration Number:	3253498	PREPERMINTS
Registration Number:	3292721	SYLVAN IN HOME TUTORING
Registration Number:	3392255	ACE IT!
Registration Number:	3402237	ACE IT! TUTORING
Registration Number:	3403947	SOLUTIONSPUS
Registration Number:	3411931	SYLVAN ONLINE
Registration Number:	3529274	PREPERMINTS
Registration Number:	3628814	SYLVAN LEARNING
Registration Number:	3726693	SYLVAN LEARNING
Registration Number:	3726694	SYLVAN LEARNING
Registration Number:	3732803	SYLVAN LEARNING
Registration Number:	3735313	SYLVAN LEARNING
Registration Number:	3750780	MOTIVATION STATION
Registration Number:	3829671	SYLVAN LEARNING

CORRESPONDENCE DATA

Fax Number: 3125270484
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
Phone: (312) 840-7860
Email: CHGOIP@jenner.com
Correspondent Name: Mariann R. Murphy
Address Line 1: 353 N. Clark Street
Address Line 2: Jenner & Block LLP
Address Line 4: Chicago, ILLINOIS 60654-3456

ATTORNEY DOCKET NUMBER:	48303-10200
NAME OF SUBMITTER:	Mariann R. Murphy
Signature:	/Mariann R. Murphy/
Date:	04/04/2013

Total Attachments: 4
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RELEASE OF SECURITY INTERESTS IN TRADEMARKS

This RELEASE OF SECURITY INTERESTS IN TRADEMARKS (this "Release") is made as of April 4, 2013 ("Effective Date") by Wilmington Trust Company, a Delaware chartered trust company, as Collateral Agent (together with its successors and assigns in such capacity, "Agent"), in favor of Sylvan Learning, Inc., a Delaware corporation ("Grantor").

WHEREAS, Grantor is party to that certain Grant of Security Interests in Trademarks dated as of June 14, 2007 (as amended and supplemented, the "Security Interests in Trademarks"), by Grantor in favor of Agent, pursuant to which Grantor granted to Agent a continuing security interest in, to and under the following (collectively, "Trademark Collateral"):

- (i) all United States, state and foreign trademarks, service marks, certification marks, collective marks, trade names, corporate names, d/b/as, business names, fictitious business names, Internet domain names, trade styles, logos, other source or business identifiers, designs and general intangibles of a like nature, rights of publicity and privacy pertaining to the names, likeness, signature and biographical data of natural persons; and
- (ii) all registrations and applications therefor including, but not limited to, the registrations and applications referred to in Schedule A.

WHEREAS, on August 20, 2007, Agent recorded the Security Interests in Trademarks with the United States Patent and Trademark Office at Reel 3604, Frame 0710; and

WHEREAS, Grantor has satisfied and discharged all of its outstanding indebtedness and other obligations to Agent under the Security Interests in Trademarks and related documents.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Agent hereby terminates the Security Interests in Trademarks, and hereby terminates, cancels and releases any and all security interests that Agent may have in or to the Trademark Collateral.

Agent represents and warrants that: (i) it has the full power and authority to execute this Release; (ii) it has not assigned, transferred, restricted or otherwise encumbered any security interest that Agent may have in or to the Intellectual Property or Trademarks; and (iii) it has not recorded or otherwise evidenced security interest with respect to the Intellectual Property or Trademarks.

Agent 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, in writing, by Grantor to more fully and effectively effectuate the purposes of this Release.

This Release shall be governed and construed in accordance with the internal laws of the State of New York and shall be binding upon Agent's representatives, successors, assigns and transferees.

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Signature Page Follows]*

IN WITNESS WHEREOF, Agent has caused this Release of Security Interests in Trademarks to be executed by its duly authorized representative as of the Effective Date.

Wilmington Trust Company,
as Agent

By: Alisha M. Clendaniel
Name: Alisha Clendaniel
Title: Banking Officer

SCHEDULE A

U.S. Trademarks

<u>Title</u>	<u>Registration Number</u>	<u>Registered Date</u>
SYLVAN LEARNING CENTER	1,330,154	04/09/1985
SYLVAN	1,410,891	09/23/1986
SYLVAN LEARNING SYSTEMS	1,786,045	08/03/1993
SYLVAN STUDY POWER	1,812,607	12/21/1993
SUCCESSFUL STUDENT	2,134,672	02/03/1998
SYLVAN SKILLS ASSESSMENT	2,156,097	05/12/1998
BOOK ADVENTURE	2,553,024	03/26/2002
ADVANCED YOUTH SCHOLAR PROGRAM	2,572,252	05/21/2002
SYLVAN ADVANTAGE	2,716,440	05/13/2003
MATH ESSENTIALS	2,748,188	08/05/2003
SYLVAN LEARNING CENTER	2,880,180	08/31/2004
BAILEY BOOKMARK	2,894,998	10/19/2004
REX READER	2,894,999	10/19/2004
PREPERMINTS	3,253,498	06/19/2007
SYLVAN IN HOME TUTORING	3,292,721	09/18/2007
ACE IT!	3,392,255	03/04/2008
ACE IT! TUTORING	3,402,237	03/25/2008
SOLUTIONSPUS	3,403,947	04/01/2008
SYLVAN ONLINE	3,411,931	04/15/2008
PREPERMINTS	3,529,274	11/04/2008
SYLVAN LEARNING and Design	3,628,814	05/26/2009
SYLVAN LEARNING and Design	3,726,693	12/15/2009
SYLVAN LEARNING and Design	3,726,694	12/15/2009
SYLVAN LEARNING	3,732,803	12/29/2009
SYLVAN LEARNING and Design	3,735,313	01/05/2010
MOTIVATION STATION	3,750,780	02/16/2010
SYLVAN LEARNING (Stylized)	3,829,671	08/03/2010