

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM308836

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Carson-Dellosa Publishing, LLC		06/17/2014	LIMITED LIABILITY COMPANY: DELAWARE
RECEIVING PARTY DATA			
Name:	Wells Fargo Bank, National Association		
Street Address:	1100 Abernathy Road, NE		
Internal Address:	500 Building, Suite 1600		
City:	Atlanta		
State/Country:	GEORGIA		
Postal Code:	30328		
Entity Type:	national banking association: UNITED STATES		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	4441532	LEARNING SPOT	
Registration Number:	4534460	THE GIANT BIG HELP FOR LIFE'S LITTLE CHA	
Serial Number:	86265078	THINKING KIDS	
Serial Number:	86265227	BRIGHTER CHILD	
CORRESPONDENCE DATA			
Fax Number:	6785337787		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	404-420-4316		
Email:	sls@phrd.com		
Correspondent Name:	Steve Schaaf, Paralegal		
Address Line 1:	Parker, Hudson, Rainer & Dobbs LLP		
Address Line 2:	285 Peachtree Center Ave, NE, Suite 1500		
Address Line 4:	Atlanta, GEORGIA 30303		
ATTORNEY DOCKET NUMBER:	1141.138		
NAME OF SUBMITTER:	Bobbi Acord Noland		
SIGNATURE:	/BAN/		
DATE SIGNED:	06/18/2014		

CH \$115.00 4441532

Total Attachments: 4

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June 17, 2014

Carson-Dellosa Publishing, LLC
7027 Albert Pick Road
Suite 300
Greensboro, North Carolina 27409

Re: Notice of Amendment of Exhibit B to Patent and Trademark Security Agreement

Ladies and Gentleman:

We refer to that certain Patent and Trademark Security Agreement dated as of January 30, 2012 (as at any time amended, restated, supplemented or otherwise modified, the "Security Agreement"), between Carson-Dellosa Publishing, LLC, a Delaware limited liability company (the "Company"), and Wells Fargo Bank, National Association, a national banking association ("Lender"), recorded in the records of the United States Patent and Trademark Office ("USPTO") on February 29, 2012, at Reel 4726, Frame 464, pursuant to which the Company granted to Lender a security interest in, among other things, all of the Company's Trademarks (as defined in the Security Agreement).

You have notified us that the Company has acquired rights in the trademarks and trademark applications listed on Exhibit B-1 hereto (collectively, with the goodwill of the Company's business associated therewith, the "Additional Trademark Collateral").

Pursuant to Section 3(c) of the Security Agreement, the Company is required to update Exhibit B to the Security Agreement whenever such Exhibit B ceases to accurately reflect all Trademarks owned or controlled by the Company.

By its signature below, the Company acknowledges and agrees that (a) the Trademarks subject to the security interest granted in the Security Agreement shall include the Additional Trademark Collateral, (b) Exhibit B to the Security Agreement is hereby amended by adding the Additional Trademark Collateral to such Exhibit, and (d) Lender may file a copy of this letter agreement with the USPTO to evidence Lender's security interest in the Additional Trademark Collateral at any time on or after the date hereof without further notice to the Company

[Remainder of page intentionally left blank;
signatures appear on following page.]

Carson-Dellosa Publishing, LLC


June 11, 2014

Page 2

Please indicate your acknowledgement of, and agreement to, all of the terms hereof by executing this letter agreement in the space provided below.

Very truly yours,

**WELLS FARGO BANK, NATIONAL
ASSOCIATION**

By: 
C. Reggie Claus, Vice President

[Signatures continue on following page.]

Acknowledged and agreed:

CARSON-DELLOSA PUBLISHING, LLC
("Company")

By 

Al Greco, Chief Executive Officer

Exhibit B-1

ADDITIONAL TRADEMARK COLLATERAL

Trademark Name	Serial No.	Filing Date	Registration No.	Registration Date
LEARNING SPOT	85/980,198	5/12/2011	4,441,532	11/26/2013
THE GIANT BIG HELP FOR LIFE'S LITTLE CHALLENGES	85/832,399	1/25/2013	4,534,460	5/20/2014
THINKING KIDS	86/265,078	4/29/2014		[Pending]
BRIGHTER CHILD	86/265,227	4/29/2014		[Pending]