TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM314054

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest in Trademarks (First Lien)

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
ACADEMI LLC		07/25/2014	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	Bank of America, N.A., as Administrative Agent
Street Address:	900 W. Trade Street
City:	Charlotte
State/Country:	NORTH CAROLINA
Postal Code:	28255
Entity Type:	national banking association: UNITED STATES

PROPERTY NUMBERS Total: 24

Property Type	Number	Word Mark
Registration Number:	4545976	ACADEMI ELITE TRAINING. TRUSTED PROTECTI
Registration Number:	4516046	ELITE TRAINING. TRUSTED PROTECTION.
Registration Number:	4488879	ACADEMI
Registration Number:	4386438	ACADEMI ELITE TRAINING. TRUSTED PROTECTI
Registration Number:	4368695	ELITE TRAINING. TRUSTED PROTECTION.
Registration Number:	4368694	ELITE TRAINING. TRUSTED PROTECTION.
Registration Number:	4368693	ELITE TRAINING. TRUSTED PROTECTION.
Registration Number:	4367909	
Registration Number:	4367908	A EXCELLENCE DIGNITY GOVERNANCE TEAMWORK
Registration Number:	4360111	ACADEMI
Registration Number:	4360110	ACADEMI
Registration Number:	4360079	ACADEMI
Registration Number:	4360077	ACADEMI
Registration Number:	4360076	ACADEMI
Registration Number:	4264616	
Registration Number:	4264614	
Registration Number:	4264613	
Registration Number:	4264611	
Registration Number:	4154400	XE

OP $615.00 4545976

Property Type	Number	Word Mark
Serial Number:	85853199	ELITE TRAINING. TRUSTED PROTECTION.
Serial Number:	85783718	A EXCELLENCE DIGNITY GOVERNANCE TEAMWORK
Serial Number:	85783707	A EXCELLENCE DIGNITY GOVERNANCE TEAMWORK
Serial Number:	85626325	
Serial Number:	85620897	ACADEMI

CORRESPONDENCE DATA

Fax Number: 9192868199

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.

Phone: 919 286-8000

Email: PTO_TMconfirmation@mvalaw.com

Correspondent Name: Moore & Van Allen PLLC

Address Line 1: 430 Davis Drive

Address Line 2: Suite 500

Address Line 4: Morrisville, NORTH CAROLINA 27560

ATTORNEY DOCKET NUMBER:	017625-4895
NAME OF SUBMITTER:	John E. Slaughter
SIGNATURE:	/John E. Slaughter/
DATE SIGNED:	08/14/2014

Total Attachments: 4

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NOTICE

OF

GRANT OF SECURITY INTEREST

IN

TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Security and Pledge Agreement dated as of July 25, 2014 (as the same may be amended, modified, extended or restated from time to time, the "Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and Bank of America, N.A., as Administrative Agent (the "Administrative Agent") for the holders of the Secured Obligations referenced therein, the undersigned Obligor has granted a continuing security interest in and continuing lien upon the trademarks and trademark applications shown below to the Administrative Agent for the ratable benefit of the holders of the Secured Obligations:

TRADEMARKS

Trademark No.	Description of Trademark Item	Date of Trademark

See Schedule 1 attached hereto

TRADEMARK APPLICATIONS

Trademark Applications No.	Description of Trademark Applied for	Date of Trademark Applications

See Schedule 1 attached hereto

The undersigned Obligor and the Administrative Agent, on behalf of the holders of the Secured Obligations, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

ACADEMI LLC

By: _____
Name: Jason DeYonker
Title: Authorized Signatory

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Administrative Agent

By: Maria A. McClain
Name: Maria A. McClain
Title: Vice President

Schedule 1

ACADEMI LLC
(Delaware Limited Liability Company)

U.S. Trademarks

Registered Marks

Mark	Reg. No.	Reg. Date
ACADEMI ELITE TRAINING. TRUSTED PROTECTION. and Design	4545976	06/10/14
ELITE TRAINING. TRUSTED PROTECTION.	4516046	04/15/14
ACADEMI	4488879	02/25/14
ACADEMI ELITE TRAINING. TRUSTED PROTECTION. and Design	4386438	08/20/13
ELITE TRAINING. TRUSTED PROTECTION.	4368695	07/16/13
ELITE TRAINING. TRUSTED PROTECTION.	4368694	07/16/13
ELITE TRAINING. TRUSTED PROTECTION.	4368693	07/16/13
Design only	4367909	07/16/13
A EXCELLENCE DIGNITY GOVERNANCE TEAMWORK INNOVATION INTEGRITY and Design	4367908	07/16/13
ACADEMI and Design	4360111	07/02/13
ACADEMI and Design	4360110	07/02/13
ACADEMI	4360079	07/02/13
ACADEMI	4360077	07/02/13
ACADEMI	4360076	07/02/13
Design only	4264616	12/25/12
Design only	4264614	12/25/12
Design only	4264613	12/25/12
Design only	4264611	12/25/12
XE	4154400	06/05/12

Pending Applications

Mark	Appl. No.	Filing Date
ELITE TRAINING. TRUSTED PROTECTION.	85853199	02/19/13
A EXCELLENCE DIGNITY GOVERNANCE TEAMWORK INNOVATION INTEGRITY and Design	85783718	11/20/12
A EXCELLENCE DIGNITY GOVERNANCE TEAMWORK INNOVATION INTEGRITY and Design	85783707	11/20/12
Design only	85626325	05/15/12
ACADEMI	85620897	05/09/12

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