

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM314138

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Notice of Grant of Security Interest in Trademarks (Second Lien)		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Triple Canopy, Inc.		07/25/2014	CORPORATION: ILLINOIS
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Bank of America, N.A., as Administrative Agent		
<b>Street Address:</b>	900 W. Trade Street		
<b>City:</b>	Charlotte		
<b>State/Country:</b>	NORTH CAROLINA		
<b>Postal Code:</b>	28255		
<b>Entity Type:</b>	national banking association: UNITED STATES		
<b>PROPERTY NUMBERS Total: 9</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4096791	ASSESS AVERT ACHIEVE	
<b>Registration Number:</b>	4096790	ASSESS AVERT ACHIEVE	
<b>Registration Number:</b>	3206339	TRIPLE CANOPY	
<b>Registration Number:</b>	3195696		
<b>Registration Number:</b>	3195695	SECURE SUCCESS	
<b>Registration Number:</b>	3685062	EI	
<b>Registration Number:</b>	3685061	EDINBURGH INTERNATIONAL	
<b>Registration Number:</b>	3688195	EI EDINBURGHINTERNATIONAL	
<b>Registration Number:</b>	3688194	EI	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	9192868199		
<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>			
<b>Phone:</b>	919 286-8000		
<b>Email:</b>	PTO_TMconfirmation@mvalaw.com		
<b>Correspondent Name:</b>	Moore & Van Allen PLLC		
<b>Address Line 1:</b>	430 Davis Drive		
<b>Address Line 2:</b>	Suite 500		
<b>Address Line 4:</b>	Morrisville, NORTH CAROLINA 27560		
<b>ATTORNEY DOCKET NUMBER:</b>	017625-4895 JES		

OP \$240.00 4096791

<b>NAME OF SUBMITTER:</b>	John E. Slaughter
<b>SIGNATURE:</b>	/John E. Slaughter/
<b>DATE SIGNED:</b>	08/15/2014
<b>Total Attachments: 4</b> source=Grant TM's Second Lien Triple#page1.tif source=Grant TM's Second Lien Triple#page2.tif source=Grant TM's Second Lien Triple#page3.tif source=Grant TM's Second Lien Triple#page4.tif	

NOTICE  
OF  
GRANT OF SECURITY INTEREST  
IN  
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Second Lien 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

<u>Trademark No.</u>	<u>Description of Trademark Item</u>	<u>Date of Trademark</u>
	See <u>Schedule 1</u> attached hereto	


TRADEMARK APPLICATIONS

<u>Trademark Applications No.</u>	<u>Description of Trademark Applied for</u>	<u>Date of Trademark Applications</u>
	See <u>Schedule 1</u> 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.

Very truly yours,

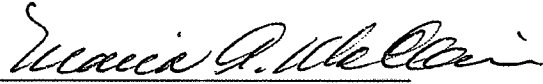
Triple Canopy, Inc.

By:   
Name: Jason DeYonker  
Title: Authorized Signatory

ACADEMI HOLDINGS, LLC  
IP/KOCHIC - TRIPLE CANOPY, INC TRADEMARKS  
SECOND LINES

Acknowledged and Accepted:

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

By: 

Name: Maria A. McClain

Title: Vice President

ACADEMI HOLDINGS, LLC  
IP NOTICE – TRIPLE CANOPY, INC. TRADEMARKS  
SECOND LIEN

**TRADEMARK**  
**REEL: 005344 FRAME: 0643**

Schedule 1

Triple Canopy, Inc.  
(Illinois Corporation)

U.S. Trademarks

Registered Marks

Mark	Reg. No.	Reg. Date
ASSESS AVERT ACHIEVE	4096791	02/07/12
ASSESS AVERT ACHIEVE	4096790	02/07/12
TRIPLE CANOPY	3206339	02/06/07
Design only	3195696	01/09/07
SECURE SUCCESS	3195695	01/09/07
EI	3685062	09/22/09
EDINBURGH INTERNATIONAL	3685061	09/22/09
EI EDINBURGHINTERNATIONAL and Design	3688195	09/29/09
EI and Design	3688194	09/29/09

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