

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM314585

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	RELEASE OF SECURITY INTEREST		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
COBIZ BANK, A COLORADO CORPORATION DBA COBIZ STRUCTURED FINANCE		08/19/2014	CORPORATION:
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Noel-Levitz, LLC		
<b>Street Address:</b>	6300 SOUTH SYRACUSE WAY		
<b>City:</b>	CENTENNIAL		
<b>State/Country:</b>	COLORADO		
<b>Postal Code:</b>	80444		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: INDIANA		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	2393316	NOEL-LEVITZ	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	2123108007		
<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>	2123108000		
<b>Email:</b>	brian.lee@weil.com		
<b>Correspondent Name:</b>	Alison Carrizales		
<b>Address Line 1:</b>	Weil, Gotshal & Manges LLP		
<b>Address Line 2:</b>	767 Fifth Avenue		
<b>Address Line 4:</b>	New York, NEW YORK 10153		
<b>ATTORNEY DOCKET NUMBER:</b>	71457.0008/A. CARIZZALES		
<b>NAME OF SUBMITTER:</b>	Alison Carrizales		
<b>SIGNATURE:</b>	/Alison Carrizales/		
<b>DATE SIGNED:</b>	08/19/2014		
<b>Total Attachments: 3</b>			
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## **TERMINATION AND RELEASE OF SECURITY INTEREST IN PATENTS AND TRADEMARKS**

This **TERMINATION AND RELEASE OF SECURITY INTEREST IN PATENTS AND TRADEMARKS**, dated as of August 19, 2014 (“Release”), is made by CoBiz Bank, a Colorado corporation dba CoBiz Structured Finance (“Lender”), in favor of Noel-Levitz, LLC, an Indiana limited liability company (“Grantor”).

**WHEREAS**, Grantor and Lender are parties to that certain: (i) Loan and Security Agreement dated as of December 26, 2012 by and among Grantor and Lender (as amended, modified, supplemented or restated from time to time, the “Loan Agreement”); and (ii) Patent and Trademark Security Agreement dated as of December 26, 2012 by and between Grantor and Lender (the “Patent and Trademark Security Agreement”), pursuant to which Grantor granted to Lender a Security Interest in the Patents and Trademarks, as such terms are defined in the Patent and Trademark Security Agreement; and

**WHEREAS**, the Patent and Trademark Security Agreement was recorded with the United States Patent and Trademark Office (“USPTO”) on January 31, 2013 at Reel 4953/Frame 0050.

**NOW THEREFORE**, in consideration of the mutual promises and undertakings set forth herein and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and with the intention of being legally bound hereby, Lender and Grantor agree as follows:

**SECTION 1. Defined Terms.** Capitalized terms used herein without definition shall have the meanings ascribed to such terms in the Loan Agreement or the Patent and Trademark Security Agreement.

**SECTION 2. Termination and Release.** Lender hereby:

(a) absolutely, unconditionally and irrevocably terminates the Patent and Trademark Security Agreement, and any other agreement under which Grantor has granted a collateral mortgage, pledge, hypothecation, grant, assignment, lien, or security interest in, to, or under the Patents and Trademarks;

(b) absolutely, unconditionally and irrevocably terminates, cancels, forever discharges, and releases the mortgage, pledge, hypothecation and lien on, and security interest in and to, the right, title, and interest in, to, and under the Patents and Trademarks, including, but not limited to, the foregoing listed on Schedule A attached hereto;

(c) represents and warrants that it has full authority to execute and deliver this Release; and

(d) authorizes the recordation of this Release with the USPTO.

**SECTION 3. Further Assurances.** Lender hereby agrees to duly execute, acknowledge, procure and deliver any further documents and to do such other acts as may be reasonably necessary to effect, confirm or reflect the security interest release contemplated herein. To the extent that any other filings with any other governmental authority have been made with respect to any of the Patents and Trademarks, Lender will execute and deliver a reasonable release or other instrument that will terminate any such filing and/or release any interests conveyed therein. Any further documents, releases or other instruments referred to in this Section 3 must be prepared and filed by Grantor at Grantor’s sole cost and expense.

**IN WITNESS WHEREOF**, the Lender has caused this Termination and Release of Security Interest in Intellectual Property to be duly executed as of the date first set forth above.

Lender:

COBIZ BANK, A COLORADO CORPORATION dba COBIZ  
STRUCTURED FINANCE, as Lender

By: T.J. Kern  
Name: T.J. KERN  
Title: SVP

## Schedule A

### U.S. Trademark Registrations

Mark	Reg. No.	Reg. Date
NOEL-LEVITZ	2393316	10/10/00

### Unregistered Trademarks

- Noel-Levitz (Canada)<sup>TM</sup>
- Executive Enrollment Management Coach Program<sup>TM</sup>
- Enrollment & Revenue Management System<sup>TM</sup>
- Financial Aid Impact Analysis<sup>TM</sup>
- Forecast*Plus* for Recruitment<sup>TM</sup>
- Student Retention Predictor<sup>TM</sup>
- Price Sensitivity Analysis<sup>TM</sup>
- The Research Toolkit<sup>TM</sup>
- E-Expectations Class of 2006<sup>TM</sup>
- E-Expectations Class of 2007<sup>TM</sup>
- Student Satisfaction Inventory<sup>TM</sup>
- Institutional Priorities Survey<sup>TM</sup>
- Adult Student Priorities Survey<sup>TM</sup>
- Adult Learner Inventory<sup>TM</sup>
- Priorities Survey for Online Learners<sup>TM</sup>
- Retention Management System<sup>TM</sup>
- College Student Inventory<sup>TM</sup>
- Connections<sup>TM</sup>
- Advanced Connections<sup>TM</sup>
- ConnectionsNOW<sup>TM</sup>
- SmartData<sup>SM</sup>
- TrueCost Calculator<sup>TM</sup>
- Parent Satisfaction Inventory<sup>TM</sup>
- Mid-Year Student Assessment<sup>TM</sup>
- Second-Year Student Assessment<sup>TM</sup>
- Retention Management System *Plus*<sup>TM</sup>
- The Research Assistant