

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM331846

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest in Trademarks		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Aspen Education Group, Inc.		12/31/2012	CORPORATION: CALIFORNIA
RECEIVING PARTY DATA			
Name:	Bank of America, N.A., as Administrative Agent		
Street Address:	135 S. LaSalle Street		
Internal Address:	Mail Code: IL4-135-05-41		
City:	Chicago		
State/Country:	ILLINOIS		
Postal Code:	60603		
Entity Type:	national banking association: UNITED STATES		
PROPERTY NUMBERS Total: 10			
Property Type	Number	Word Mark	
Registration Number:	4208564	YOUTH CARE	
Registration Number:	3759683	ASPEN INSTITUTE FOR BEHAVIORAL ASSESSMEN	
Registration Number:	3452062	PARENTCHECKIN	
Registration Number:	3272171	FOUR CIRCLES RECOVERY CENTER	
Registration Number:	3239091	A	
Registration Number:	3147852	HELP FOR TODAY HOPE FOR TOMORROW	
Registration Number:	3086812	ADIRONDACK LEADERSHIP EXPEDITIONS	
Registration Number:	2771761	SUWS	
Registration Number:	2708615	ASPEN EDUCATION GROUP	
Registration Number:	2563095	SUWS	
CORRESPONDENCE DATA			
Fax Number:	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>			
Phone:	919 286-8000		
Email:	PTO_TMconfirmation@mvalaw.com		
Correspondent Name:	MOORE & VAN ALLEN PLLC		
Address Line 1:	3015 CARRINGTON MILL BOULEVARD		
Address Line 2:	SUITE 400		

OP \$265.00 4208564

Address Line 4:	MORRISVILLE, NORTH CAROLINA 27560
ATTORNEY DOCKET NUMBER:	017625-4667
NAME OF SUBMITTER:	John E. Slaughter
SIGNATURE:	/John E. Slaughter/
DATE SIGNED:	02/11/2015
Total Attachments: 4 source=NGSI-T Aspen to BOA#page1.tif source=NGSI-T Aspen to BOA#page2.tif source=NGSI-T Aspen to BOA#page3.tif source=NGSI-T Aspen to BOA#page4.tif	

NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

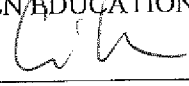
Please be advised that pursuant to the Security and Pledge Agreement dated as of December 31, 2012 (as the same may be amended, modified, extended or restated from time to time, the "Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and Bank of America, 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 set forth on Schedule 1 hereto to the Administrative Agent for the ratable benefit of the holders of the Secured Obligations.

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.

[signature page follows]

Very truly yours,

ASPEN EDUCATION GROUP, INC.

By: _____

Name: Christopher L. Howard

Title: Vice President and Secretary

Acknowledged and Accepted:

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

By: _____

Name:

Title:

[Signature Page to Notice of Grant of Security Interest in Trademarks]

CHAR11396079

TRADEMARK
REEL: 005458 FRAME: 0193

Very truly yours,

ASPEN EDUCATION GROUP, INC.

By: _____

Name:

Title:

Acknowledged and Accepted:

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

By: *Renee Marion*

Name:

Title: **Renee Marion**
Assistant Vice President

CHAR11396079

TRADEMARK
REEL: 005458 FRAME: 0194

Schedule 1

Aspen Education Group, Inc.
(California Corporation)

U.S. Trademarks

Registered Marks

Mark	Reg. No.	Reg. Date
YOUTH CARE	4208564	09/18/12
ASPEN INSTITUTE FOR BEHAVIORAL ASSESSMENT	3759683	03/16/10
PARENTCHECKIN	3452062	06/24/08
FOUR CIRCLES RECOVERY CENTER	3272171	07/31/07
A (Stylized)	3239091	05/08/07
HELP FOR TODAY HOPE FOR TOMORROW	3147852	09/26/06
ADIRONDACK LEADERSHIP EXPEDITIONS	3086812	04/25/06
SUWS	2771761	10/07/03
ASPEN EDUCATION GROUP	2708615	04/22/03
SUWS	2563095	04/23/02