

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM354207

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Termination and Release of Security Interest in Trademarks		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Bank of America, N.A., as Administrative Agent		09/04/2015	national banking association: UNITED STATES
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Age of Learning, Inc.		
<b>Street Address:</b>	101 N. Brand Blvd., Ste 870		
<b>City:</b>	Glendale		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	91203		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 29</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4408665	MAGIC RAINBOW TRACEABLES	
<b>Registration Number:</b>	3979681	SEARCH AND EXPLORE	
<b>Registration Number:</b>	4057175	AGE OF LEARNING	
<b>Registration Number:</b>	3908072	ABCMOUSE.COM	
<b>Registration Number:</b>	3908070		
<b>Registration Number:</b>	3932869	ABCMOUSE.COM	
<b>Registration Number:</b>	3874655	BRINGING LEARNING TO LIFE	
<b>Registration Number:</b>	3822501	SPOT	
<b>Registration Number:</b>	3815113	ABCMOUSE.COM	
<b>Registration Number:</b>	3951219	AGE OF LEARNING	
<b>Serial Number:</b>	86073142	123 MOUSE	
<b>Serial Number:</b>	86071709	AGE OF KNOWLEDGE	
<b>Serial Number:</b>	85953775	TAP AND LEARN	
<b>Serial Number:</b>	85942424	GRAMMAR KINGDOM	
<b>Serial Number:</b>	85918040	GRAMMAR TOWN	
<b>Serial Number:</b>	85918026	GRAMMAR CITY	
<b>Serial Number:</b>	85893428	WHERE ENLIGHTENING STRIKES	
<b>Serial Number:</b>	85792228	TAP AND LEARN	
<b>Serial Number:</b>	85792186	BECAUSE EVEN THE SMARTEST KIDS HAVE A LO	
<b>TRADEMARK</b>			

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Property Type	Number	Word Mark
Serial Number:	85731997	YOU SEE LEARNING, YOUR CHILD SEES FUN!
Serial Number:	85721126	BRINGING LEARNING TO EVERYDAY LIFE!
Serial Number:	85701052	ABCMOUSE FOR SCHOOLS
Serial Number:	85682877	ABC THEATER
Serial Number:	85650548	ABC MOUSE
Serial Number:	85634834	MAGIC RAINBOW TRACEABLES
Serial Number:	85517342	CLICK AND LEARN
Serial Number:	85066874	DO-RE-MI MOUSE
Serial Number:	85064876	ABCMOUSE.COM
Serial Number:	85064858	

**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:** 3015 CARRINGTON MILL BOULEVARD

**Address Line 2:** SUITE 400

**Address Line 4:** MORRISVILLE, NORTH CAROLINA 27560

**ATTORNEY DOCKET NUMBER:** 327000.011732

**NAME OF SUBMITTER:** John E. Slaughter, III

**SIGNATURE:** /jes/

**DATE SIGNED:** 09/08/2015

**Total Attachments: 3**

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**TERMINATION AND RELEASE OF SECURITY INTEREST  
IN TRADEMARKS**

This **TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS**, dated as of September 4, 2015 ("Release"), is made by Bank of America, N.A., as Administrative Agent ("Administrative Agent") in favor of Age of Learning, Inc., a Delaware corporation ("Grantor").

**WHEREAS**, pursuant to that certain Security Agreement dated as of November 6, 2013 (as amended, restated, supplemented, modified, extended, renewed or replaced from time to time, the "Security Agreement") by and among the Obligors party thereto and the Administrative Agent, each Obligor granted to the Administrative Agent, for the benefit of the Secured Parties, a continuing security interest in, and a right to set off against, any and all right, title and interest of such Obligor in, to, and under all the Trademarks, Trademark Licenses, and Proceeds of the foregoing;

**WHEREAS**, pursuant to the Security Agreement, Grantor, an Obligor, executed and delivered to Administrative Agent, for the benefit of the Secured Parties, the Notice of Grant of Security Interest in Trademarks dated as of November 6, 2013 ("Notice"); and

**WHEREAS**, the Notice was recorded at the United States Patent and Trademark Office ("USPTO") on November 11, 2013 at Reel 5151 Frame 0726.

**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, Administrative Agent, on behalf of the Secured Parties, and Grantor agree as follows:

**SECTION 1. Defined Terms.** All capitalized terms used herein but not otherwise defined herein have the meanings given to them in the Security Agreement or Notice.

**SECTION 2. Termination and Release.** Administrative Agent, on behalf of the Secured Parties, without representation, warranty, or recourse, hereby:

(a) terminates, cancels, discharges, and releases the mortgage, pledge, and hypothecation and lien on and security interest in and to the Grantor's right, title, and interest in, to, and under all the Trademarks, Trademark Licenses, and Proceeds of the foregoing, including, but not limited to, the foregoing listed on Schedule A attached hereto, granted pursuant to the Security Agreement or Notice; and


(b) authorizes the recordation of this Release with the USPTO at Grantor's expense.

**SECTION 3. Choice of Law.** This Release shall be governed by and construed in accordance with the laws of the State of New York.

**IN WITNESS WHEREOF**, the Administrative Agent, on behalf of the Secured Parties, has caused this Termination and Release of Security Interest in Trademarks to be duly executed as of the date first set forth above.

Administrative Agent:

Bank of America, N.A., as Administrative Agent

By:   
Name: Samuel T. Crea  
Title: Vice President

**Schedule A**

**Age of Learning, Inc.  
(Delaware Corporation)**

**U.S. Trademarks**

**Registered Marks**

<b>Mark</b>	<b>Reg. No.</b>	<b>Reg. Date</b>
MAGIC RAINBOW TRACEABLES	4408665	09/24/13
SEARCH AND EXPLORE	3979681	06/14/11
AGE OF LEARNING	4057175	11/15/11
ABCMOUSE.COM and Design	3908072	01/18/11
Design only	3908070	01/18/11
ABCMOUSE.COM	3932869	03/15/11
BRINGING LEARNING TO LIFE	3874655	11/09/10
SPOT	3822501	07/20/10
ABCMOUSE.COM	3815113	07/06/10
AGE OF LEARNING	3951219	04/26/11

**Trademark Applications**

<b>Mark</b>	<b>Appl. No.</b>	<b>Filing Date</b>
123 MOUSE	86073142	09/24/13
AGE OF KNOWLEDGE	86071709	09/23/13
TAP AND LEARN	85953775	06/07/13
GRAMMAR KINGDOM	85942424	05/24/13
GRAMMAR TOWN	85918040	04/29/13
GRAMMAR CITY	85918026	04/29/13
WHERE ENLIGHTENING STRIKES	85893428	04/02/13
TAP AND LEARN	85792228	11/30/12
BECAUSE EVEN THE SMARTEST KIDS HAVE A LOT TO LEARN	85792186	11/30/12
YOU SEE LEARNING YOUR CHILD SEES FUN!	85731997	09/18/12
BRINGING LEARNING TO EVERDAY LIFE! and Design	85721126	09/05/12
ABCMOUSE FOR SCHOOLS and Design	85701052	08/10/12
ABC THEATER	85682877	07/20/12
ABC MOUSE	85650548	06/13/12
MAGIC RAINBOW TRACEABLES	85634834	05/24/12
CLICK AND LEARN	85517342	01/16/12
DO-RE-MI MOUSE	85066874	06/18/10
ABCMOUSE.COM and Design	85064876	06/16/10
Design only	85064858	06/16/10

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