

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM356041

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
PARTNERS IN LEADERSHIP, LLC		09/15/2015	LIMITED LIABILITY COMPANY: CALIFORNIA
PARTNERS IN LEADERSHIP IP, LLC		09/15/2015	LIMITED LIABILITY COMPANY: NEVADA

RECEIVING PARTY DATA

Name:	Monroe Capital Management Advisors, LLC, as administrative agent
Street Address:	311 South Wacker Drive, Suite 6400
City:	Chicago
State/Country:	ILLINOIS
Postal Code:	60606
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 79

Property Type	Number	Word Mark
Registration Number:	3592526	360° ACCOUNTABILITY
Registration Number:	2389017	ABOVE THE LINE
Registration Number:	2815002	ACCOUNTABILITIES
Registration Number:	2661957	ACCELERATING THE CULTURAL TRANSITION
Registration Number:	3592525	ACCOUNTABILITY ATTITUDES
Registration Number:	2966184	ACCOUNTABILITY COACHING
Registration Number:	3617108	ACCOUNTABILITY COMMUNITY
Registration Number:	3716314	ACCOUNTABILITY CONNECTION
Registration Number:	3592524	ACCOUNTABILITY CONVERSATION
Registration Number:	3049189	ACCOUNTABILITY DIALOGUE
Registration Number:	2578143	ACCOUNTABILITY FEEDBACK PROCESS
Registration Number:	4750942	ACCOUNTABILITY GAP
Registration Number:	3951867	ACCOUNTABILITY IS THE ANSWER
Registration Number:	3581449	ACCOUNTABILITY METHODS
Registration Number:	3683798	ACCOUNTABILITY PROCESS CONTROL
Registration Number:	3592523	ACCOUNTABILITY REALITY CHECK
Registration Number:	3592522	ACCOUNTABILITY SEQUENCE

CH \$1990.00 3592526

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	3048476	ACCOUNTABILITY STYLES
Registration Number:	2558605	ACCOUNTABILITY TRAINING
Registration Number:	3920072	ALIGNMENT DIALOGUE
Registration Number:	3828748	ALIGNMENT MEETING
Registration Number:	4590429	AUTOMATED FEEDBACK
Registration Number:	2299322	BELOW THE LINE
Registration Number:	4062295	BELOW THE LINE
Registration Number:	3677419	BUILDING AN ACCOUNTABLE CULTURE TRACK
Registration Number:	3664377	BY WHEN
Registration Number:	3952119	CHANGE THE CULTURE, CHANGE THE GAME
Registration Number:	2522489	CREATING A CULTURE OF ACCOUNTABILITY
Registration Number:	3637923	CULTURE OF ACCOUNTABILITY
Registration Number:	2791347	CULTURAL BELIEFS
Registration Number:	4538121	CULTURE TRACK
Registration Number:	3111126	CULTURAL TRANSITION PROCESS
Registration Number:	2551877	DO IT
Registration Number:	3683796	EXPECTATIONS CHAIN
Registration Number:	3773732	FORM CHECKLIST
Registration Number:	2558604	FOCUSED FEEDBACK
Registration Number:	3677420	HOLDING OTHERS ACCOUNTABLE TRACK
Registration Number:	3565539	HOW DID THAT HAPPEN?
Registration Number:	3565540	HOW DID THAT HAPPEN?
Registration Number:	3565538	HOW DID THAT HAPPEN?
Registration Number:	3568457	INNER RING
Registration Number:	3966611	INPUT/OUTPUT CHANGE MODEL
Registration Number:	3664376	INSPECT WHAT YOU EXPECT
Registration Number:	3939850	JOURNEY TO THE EMERALD CITY
Registration Number:	3793678	LEADERSHIP RADAR
Registration Number:	3683797	LEVEL THREE CHANGE
Registration Number:	3758156	LEVELS OF ENGAGEMENT
Registration Number:	2768667	LIFT ACCOUNTABILITY COACHING MODEL
Registration Number:	3565669	LOOK MODEL
Registration Number:	3683550	METHODOLOGY FOR CHANGING BELIEFS
Registration Number:	4538122	OTHER TRACK
Registration Number:	3568458	OUTER RING
Registration Number:	2551876	OWN IT
Registration Number:	3831903	OZ MEMO
Registration Number:	4029471	OZ SERIES

Property Type	Number	Word Mark
Registration Number:	2359080	PARTNERS IN LEADERSHIP
Registration Number:	3673778	PHANTOM REALITY
Registration Number:	3890834	PIL UNIVERSITY
Registration Number:	2386780	PL
Registration Number:	3568459	REALITY WINDOW
Registration Number:	2580901	SEE IT
Registration Number:	2551878	SEE IT, OWN IT, SOLVE IT, DO IT
Registration Number:	4538120	SELF TRACK
Registration Number:	2551883	SOLVE IT
Serial Number:	86686468	SOSD
Registration Number:	4791028	SOSD
Registration Number:	2305243	STEPS TO ACCOUNTABILITY
Registration Number:	3542868	STEPS TO ACCOUNTABILITY
Registration Number:	3974898	TAKING PERSONAL ACCOUNTABILITY TRACK
Registration Number:	2995267	THE 5 D'S
Registration Number:	4167107	THE ACCOUNTABILITY TRAINING & CONSULTING
Registration Number:	3049188	THE FOUR POINTS OF FOCUSED FEEDBACK
Registration Number:	2301403	THE OZ PRINCIPLE
Registration Number:	3664375	THE MORE YOU LOOK, THE MORE YOU LEARN
Registration Number:	3589950	THE RESULTS PYRAMID
Registration Number:	2320439	THE RESULTS PYRAMID
Registration Number:	4062296	THE RESULTS PYRAMID
Registration Number:	3677418	THREE TRACKS TO CREATING GREATER ACCOUNT
Registration Number:	3570678	WHY-WHAT-WHEN

CORRESPONDENCE DATA

Fax Number: 3126095005

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: 312-609-7897

Email: hmill@vedderprice.com

Correspondent Name: Holly Miller

Address Line 1: 222 North LaSalle Street - 24th Floor

Address Line 4: Chicago, ILLINOIS 60601

ATTORNEY DOCKET NUMBER:	36942000030/WHITTEN
NAME OF SUBMITTER:	Holly Miller
SIGNATURE:	/Holly Miller/
DATE SIGNED:	09/23/2015

Total Attachments: 8

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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 (a) pursuant to the Guaranty and Collateral Agreement dated as of September 15, 2015 (as amended, modified, extended, restated, replaced, or supplemented from time to time, the "Security Agreement"), by and among the Grantors party thereto (each a "Grantor" and collectively, the "Grantors") and Monroe Capital Management Advisors, LLC, as administrative agent (in such capacity, the "Administrative Agent") for itself and for all the Lenders referenced therein, the undersigned Grantors have granted a continuing security interest in and continuing lien upon the Trademarks referenced therein, including such trademarks listed on Schedule 1 attached hereto to the Administrative Agent for the ratable benefit of the Lenders and (b) the undersigned hereby confirms the grant to the Administrative Agent, for the ratable benefit of the Lenders, a continuing security interest in, and a right to set off against, any and all right, title and interest of such Grantor in and to (i) the Trademarks listed on Schedule 1 annexed hereto, together with any reissues, continuations or extensions thereof, and all of the goodwill of the business connected with the use of, and symbolized by, each trademark; and (ii) all products and proceeds of the foregoing, including without limitation, any claim by Grantor against third parties for past, present or future (A) infringement or dilution of any trademark, or (B) injury to the goodwill associated with any trademark.

The Grantors and the Administrative Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the Trademarks (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any Trademark. In the event of a conflict between the provisions of this Agreement and the Security Agreement, the Security Agreement shall control. All terms capitalized but not otherwise defined herein shall have the same meanings herein as in the Security Agreement.

This Agreement shall remain in full force and effect until all of the Secured Obligations shall have been Paid in Full.

This Agreement may be executed in one or more counterparts and by different parties hereto in separate counterparts, each of which when so executed and delivered shall be deemed an original, but all such counterparts together shall constitute but one and the same instrument. Receipt of an executed signature page to this Agreement by facsimile or other electronic

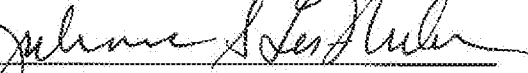
transmission shall constitute effective delivery thereof and shall be deemed an original signature hereunder.

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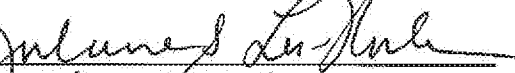
Signature Page to Notice of Grant of Security Interests in Trademarks

Very truly yours,

PARTNERS IN LEADERSHIP, LLC

By: 
Name: Julianne S. Lis-Milam
Title: President

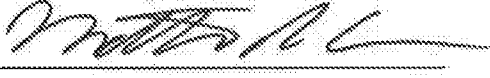
PARTNERS IN LEADERSHIP IP, LLC

By: 
Name: Julianne S. Lis-Milam
Title: President

Signature Page to Notice of Grant of Security Interests in Trademarks

Acknowledged and Accepted:

MONROE CAPITAL MANAGEMENT ADVISORS, LLC
as Administrative Agent

By: 

Matt Lane
Director

**Schedule I
to
Notice of Grant of Security Interest in Trademarks**

TRADEMARKS

PIL IP:

Title or Mark	Registration No./ Registration Date
360 ACCOUNTABILITY	3592526 03/17/09
ABOVE THE LINE	2389017 09/26/00
ACCOUNTABILITIES	2815002 2/17/04
ACCELERATING THE CULTURAL TRANSITION	2661957 12/17/02
ACCOUNTABILITY ATTITUDES	3592525 03/17/09
ACCOUNTABILITY COACHING not used	2966184 07/12/05
ACCOUNTABILITY COMMUNITY	3617108 05/05/09
ACCOUNTABILITY CONNECTION	3716314 11/24/09
ACCOUNTABILITY CONVERSATION	3592524 03/17/09
ACCOUNTABILITY DIALOGUE	3049189 01/24/06
ACCOUNTABILITY FEEDBACK PROCESS	2578143 06/11/02
ACCOUNTABILITY GAP	4750942 6/9/15
ACCOUNTABILITY IS THE ANSWER	3951867 04/26/11
ACCOUNTABILITY METHODS	3581449 02/24/09
ACCOUNTABILITY PROCESS CONTROL	3,683,798 09/15/09
ACCOUNTABILITY REALITY CHECK	3592523 03/17/09
ACCOUNTABILITY SEQUENCE	3592522 03/17/09
ACCOUNTABILITY STYLES	3048476 01/24/06
ACCOUNTABILITY TRAINING	2558605 04/09/02
ALIGNMENT DIALOGUE	3920072 02/15/11

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ALIGNMENT MEETING		3,828,748 08/03/10
AUTOMATED FEEDBACK		4590429 8/19/14
BELOW THE LINE		2299322 12/14/99
BELOW THE LINE		4062295 11/29/11
BUILDING AN ACCOUNTABLE CULTURE TRACK		3677419 09/01/09
BY WHEN		3664377 08/04/09
CHANGE THE CULTURE, CHANGE THE GAME		3952119 04/26/11
CREATING A CULTURE OF ACCOUNTABILITY		2522489 12/25/01
CULTURE OF ACCOUNTABILITY		3637923 06/16/09
CULTURAL BELIEFS		2791347 12/09/03
CULTURE TRACK		4538121 5/27/14
CULTURAL TRANSITION PROCESS	not used	3111126 07/04/06
DO IT		2551877 03/26/02
EXPECTATIONS CHAIN		3,683,796 09/15/09
FORM CHECKLIST		3773732 04/04/10
FOCUSED FEEDBACK		2558604 04/09/02
HOLDING OTHERS ACCOUNTABLE TRACK		3677420 09/01/09
HOW DID THAT HAPPEN?		3565539 01/20/09
HOW DID THAT HAPPEN?		3565540 01/20/09
HOW DID THAT HAPPEN?		3565538 01/20/09
INNER RING		3568457 01/27/09
INPUT/OUTPUT CHANGE MODEL	not using	05/24/11 3966611
INSPECT WHAT YOU EXPECT		3664376 08/04/09
JOURNEY TO EMERALD CITY		3939850 4/5/11
LEADERSHIP RADAR		3,793,678 05/25/10
LEVEL THREE CHANGE	not using	3,683,797 09/15/09

LEVELS OF ENGAGEMENT	3758156 03/09/10
LIFT ACCOUNTABILITY COACHING MODEL	2768667 09/30/03
LOOK MODEL	3565669 01/20/09
METHODOLOGY FOR CHANGING BELIEFS	3,683,550 09/15/09
OTHER TRACK	4538122 5/27/14
OUTER RING	3568458 01/27/09
OWN IT	2551876 03/26/02
OZ MEMO	3,831,903 08/10/10
OZ SERIES	4029471 9/20/11
PARTNERS IN LEADERSHIP	2359080 06/20/00
PHANTOM REALITY	3673778 08/25/09
PIL UNIVERSITY	3890834 12/14/10
PL LOGO	2386780 9/19/2000
REALITY WINDOW	3568459 1/27/2009
SEE IT	2580901 06/18/02
SEE IT, OWN IT, SOLVE IT, DO IT	2551878 03/26/02
SELF TRACK	4538120 5/27/2014
SOLVE IT	2551883 03/26/02
SOSD	86/686468 7/8/15
SOSD	4791028 8/11/15
STEPS TO ACCOUNTABILITY	2305243 01/04/00
STEPS TO ACCOUNTABILITY	3542868 12/09/08
TAKING PERSONAL ACCOUNTABILITY TRACK	3974898 06/07/11
THE 5 D'S	2995267 09/13/05
THE ACCOUNTABILITY TRAINING & CONSULTING COMPANY	4167107 7/3/2012
THE FOUR POINTS OF FOCUSED FEEDBACK	3049188 01/24/06

THE OZ PRINCIPLE	2301403 12/21/99
THE MORE YOU LOOK, THE MORE YOU LEARN	3,664,375 08/04/09
THE RESULTS PYRAMID	3589950 3/17/09
THE RESULTS PYRAMID	2320439 2/22/00
THE RESULTS PYRAMID	4062296 11/29/11
THREE TRACKS TO CREATING GREATER ACCOUNTABILITY	3677418 09/01/09
WHY-WHAT-WHEN	3570678 2/3/2009

TRADEMARK APPLICATIONS

None.