

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM361034

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
935 KOP ASSOCIATES, LLC		11/02/2015	LIMITED LIABILITY COMPANY: PENNSYLVANIA
USA EDUCATION, LLC		11/02/2015	LIMITED LIABILITY COMPANY: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	NEWSTAR FINANCIAL, INC., as Administrative Agent		
<b>Street Address:</b>	500 Boylston Street, Suite 1250		
<b>City:</b>	Boston		
<b>State/Country:</b>	MASSACHUSETTS		
<b>Postal Code:</b>	02116		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 10</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	85389855	CLEARSALEING ALTITUDE	
<b>Registration Number:</b>	4350771	CLEARSALEING OPTICS	
<b>Registration Number:</b>	4244424	CORETXT	
<b>Registration Number:</b>	3852047	M3 MOBILE	
<b>Registration Number:</b>	3024894	E-DIALOG	
<b>Registration Number:</b>	3038613	E-DIALOG	
<b>Registration Number:</b>	2274981	KLONDIKE	
<b>Registration Number:</b>	3672149	ENROLL POWER	
<b>Registration Number:</b>	3675714	CALLPOWER	
<b>Registration Number:</b>	3479605	LEADPOWER	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	4045725135		
<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>	404-572-3493		
<b>Email:</b>	kosborne@kslaw.com		
<b>Correspondent Name:</b>	Karen Osborne, Senior Paralegal		

CH \$265.00 85389855

**Address Line 1:** 1180 Peachtree Street, N.E.  
**Address Line 2:** King & Spalding LLP  
**Address Line 4:** Atlanta, GEORGIA 30309

**ATTORNEY DOCKET NUMBER:** 18876.015063

**NAME OF SUBMITTER:** Karen Osborne

**SIGNATURE:** //Karen Osborne//

**DATE SIGNED:** 11/03/2015

**Total Attachments: 4**

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NOTICE OF  
GRANT OF SECURITY INTEREST IN  
TRADEMARKS

November 2, 2015

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that (a) pursuant to the Guaranty and Security Agreement, dated as of July 10, 2015 (as amended, modified, extended, restated, replaced, or supplemented from time to time, the "Guaranty and Security Agreement"), by and among the undersigned and the other Obligors party thereto (each, an "Obligor" and, collectively, the "Obligors") and NewStar Financial, Inc., as Administrative Agent (the "Administrative Agent") for the secured parties referenced therein (the "Secured Parties"), the undersigned Obligor has granted a continuing security interest in and continuing lien upon the trademarks, trademark licenses and trademark applications shown on Schedule 1 attached hereto (the "Trademarks") to the Administrative Agent, for the benefit of the Secured Parties, and (b) the undersigned hereby grants 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 and to the Trademarks.

The undersigned Obligors and the Administrative Agent, on behalf of the Secured Parties, hereby acknowledge and agree that the security interest in the Trademarks (i) may only be terminated in accordance with the terms of the Guaranty and Security Agreement and (ii) is not to be construed as an assignment of any Trademark.

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935 KOP ASSOCIATES, LLC,  
a Pennsylvania limited liability company

By: 

Name: Steven Vire

Title: President

USA EDUCATION, LLC,  
a Delaware limited liability company

By: 

Name: Steven Vire

Title: President

Acknowledged and Accepted:

NEWSTAR FINANCIAL, INC.,  
as Administrative Agent

By: Brian Forde

Name:

Title:

**Brian Forde**  
**NewStar Financial Inc.**  
**Managing Director**

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

**TRADEMARK**  
**REEL: 005660 FRAME: 0192**

## Schedule 1

Trademarks

Owner	Country	Trademark	Appl. Date	Appl. No.	Reg. Date	Reg. No.
935 KOP Associates, LLC	USA	CLEARSALEING ALTITUDE	08/04/2011	85/389855	N/A	N/A
935 KOP Associates, LLC	USA	CLEARSALEING OPTICS	08/04/2011	85/389873	06/11/2013	4350771
935 KOP Associates, LLC	USA	CORETXT & Design	08/29/2011	85/409718	11/20/2012	4244424
935 KOP Associates, LLC	USA	M3 MOBILE	07/27/2008	77/532292	09/28/2010	3852047
935 KOP Associates, LLC	USA	E-DIALOG	02/10/1999	75/637713	12/13/2005	3024894
935 KOP Associates, LLC	USA	E-DIALOG	02/10/1999	75/637749	01/10/2006	3038613
935 KOP Associates, LLC	USA	KLONDIKE	11/28/1997	75/397081	08/31/1999	2274981
USA Education, LLC	USA	ENROLL POWER	12/08/2008	77628546	08/25/2009	3672149
USA Education, LLC	USA	CALLPOWER	12/08/2008	77628534	09/01/2009	3675714
USA Education, LLC	USA	LEADPOWER	10/29/2007	77315849	08/05/2008	3479605

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RECORDED: 11/03/2015