

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM362211

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Assignment of Intellectual Property Security Agreement		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
General Electric Capital Corporation		08/21/2015	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Antares Capital LP		
<b>Street Address:</b>	500 W. Monroe Street		
<b>Internal Address:</b>	17th Floor		
<b>City:</b>	Chicago		
<b>State/Country:</b>	ILLINOIS		
<b>Postal Code:</b>	60661		
<b>Entity Type:</b>	LIMITED PARTNERSHIP: DELAWARE		
<b>PROPERTY NUMBERS Total: 13</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3863510	DELTA DEGREES OF SUCCESS - SUCCESS COMES	
<b>Registration Number:</b>	3863514	DELTA DEGREES OF SUCCESS	
<b>Registration Number:</b>	3708362	CHANGING FUTURES. CHANGING LIVES.	
<b>Registration Number:</b>	3867044	CTC CAREER TECHNICAL COLLEGE	
<b>Registration Number:</b>	3714885	MILLER-MOTTE	
<b>Registration Number:</b>	3826982	MCCANN	
<b>Registration Number:</b>	3714650	THE CREATIVE CIRCUS	
<b>Registration Number:</b>	3936254	MIAMI-JACOBS	
<b>Registration Number:</b>	3913756	TUCSON COLLEGE	
<b>Registration Number:</b>	3916051	TC TUCSON COLLEGE CHANGING FUTURES. CHAN	
<b>Registration Number:</b>	3718127	LAMSON	
<b>Registration Number:</b>	3714831	BTI	
<b>Serial Number:</b>	85509240	TEAM U	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	3026365454		
<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>			

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**Phone:** 800-927-9801 x 62348  
**Email:** jean.paterson@cscglobal.com  
**Correspondent Name:** Corporation Service Company  
**Address Line 1:** 1090 Vermont Avenue NW, Suite 430  
**Address Line 4:** Washington, D.C. 20005

**ATTORNEY DOCKET NUMBER:** 817239

**NAME OF SUBMITTER:** Jean Paterson

**SIGNATURE:** /jep/

**DATE SIGNED:** 11/13/2015

**Total Attachments: 4**

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**ASSIGNMENT OF INTELLECTUAL PROPERTY  
SECURITY AGREEMENT**

This **ASSIGNMENT OF INTELLECTUAL PROPERTY SECURITY AGREEMENT** (this “**Assignment**”), dated as of August 21, 2015, is by **GENERAL ELECTRIC CAPITAL CORPORATION** (individually, “**GECC**”), acting in its capacity as the current and resigning administrative agent (in such capacity, the “**Retiring Agent**”) and **ANTARES CAPITAL LP**, a Delaware limited partnership (individually, “**Antares**”), acting in its capacity as the successor administrative agent (in such capacity, the “**Successor Agent**”).

**RECITALS:**

**WHEREAS**, Delta Career Education Corporation, a Delaware corporation, Career Training Specialists, Inc., a Louisiana corporation, McCann Education Centers, Inc., a Pennsylvania corporation, Miller-Motte Business College, Inc., a North Carolina corporation, Berks Technical Institute, Inc., a Delaware corporation, The Miami-Jacobs Business College Company, an Ohio corporation and Southwest Business Colleges, Inc., a Colorado corporation, collectively, as “**Grantors**”, and Retiring Agent are parties to those certain intellectual property security agreements identified in Exhibit A attached hereto (as the same have been and may hereafter be amended, restated, supplemented or otherwise modified from time to time, collectively, the “**Agreements**”); and

**WHEREAS**, pursuant to that certain Omnibus Agency Transfer Agreement by and among GECC, as the Retiring Agent, and Antares, as Successor Agent, Retiring Agent has assigned to Successor Agent all of its rights, remedies, duties and other obligations under, among other documents, the Agreements, in each instance, in its capacity as administrative agent and, if applicable, collateral agent.

**NOW, THEREFORE**, in consideration of the foregoing, and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Retiring Agent hereby assigns and transfers to Successor Agent and its successors and assigns, all of its rights, title and interest in and to the Agreements.

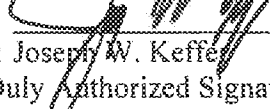
This Assignment may be executed in any number of counterparts, each of which when so executed shall be deemed an original and all of which taken together shall constitute one and the same instrument.

*- Remainder of Page Intentionally Left Blank; Signature Page Follows -*

IN WITNESS WHEREOF, Retiring Agent and Successor Agent have caused this Assignment to be duly executed as of the date first above written.

RETIRING AGENT:

GENERAL ELECTRIC CAPITAL  
CORPORATION

By:   
Name: Joseph W. Keffer  
Its: Duly Authorized Signatory

SUCCESSOR AGENT:

ANTARES CAPITAL LP

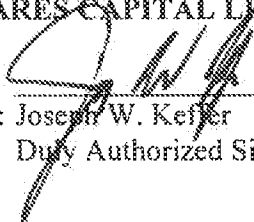
By:   
Name: Joseph W. Keffer  
Title: Duly Authorized Signatory

EXHIBIT A

Trademark Security Agreement dated as of December 10, 2012 and filed with the United States Patent and Trademark Office on December 10, 2012 at Reel 4915, Frame 0902.

EXHIBIT B

Trademark Registrations

Mark	Registration No.	Registration Date	Owner/Applicant
DELTA DEGREES OF SUCCESS- SUCCESS COMES FROM WITHIN	3863510	10/19/10	Delta Career Education Corporation
DELTA DEGREES OF SUCCESS	3863514	10/19/10	Delta Career Education Corporation
CHANGING FUTURES. CHANGING LIVES	3708362	11/10/09	Delta Career Education Corporation
CTC CAREER TECHNICAL COLLEGE	3867044	10/26/10	Career Training Specialists, inc.
MILLER-MOTTE	3714885	11/24/09	Miller-Motte Business College, Inc.
MCANN	3826982	8/3/10	McCann Education Centers, Inc.
THE CREATIVE CIRCUS	3714650	11/24/09	Creative Circus, Inc.
MIAMI-JACOBS	3936254	3/29/11	The Miami-Jacobs Business College Company
TUCSON COLLEGE	3913756	2/1/11	Southwest Business Colleges, Inc.
TC TUCSON COLLEGE CHANGING FUTURES. CHANGING LIVES	3916051	2/8/11	Southwest Business Colleges, Inc.
LAMSON	3718127	12/1/09	Southwest Business Colleges, Inc.
BTI	3714831	11/24/09	Berks Technical Institute, Inc.

Trademark Applications

Mark	Application No.	Application Date	Registration No.	Registration Date	Owner/Applicant
TEAM U	85509240	1/5/12	N/A	N/A	Delta Career Education Corporation