

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM365392

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	RELEASE OF SECURITY INTEREST
<b>SEQUENCE:</b>	1

## CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Wells Fargo Bank, National Association		12/10/2015	National Association: UNITED STATES

## RECEIVING PARTY DATA

<b>Name:</b>	Cambium Learning Group, Inc.
<b>Street Address:</b>	17855 North Dallas Parkway
<b>Internal Address:</b>	Suite 400
<b>City:</b>	Dallas
<b>State/Country:</b>	TEXAS
<b>Postal Code:</b>	75287
<b>Entity Type:</b>	CORPORATION: DELAWARE
<b>Name:</b>	Cambium Learning, Inc.
<b>Street Address:</b>	17855 North Dallas Parkway
<b>Internal Address:</b>	Suite 400
<b>City:</b>	Dallas
<b>State/Country:</b>	TEXAS
<b>Postal Code:</b>	75287
<b>Entity Type:</b>	CORPORATION: DELAWARE
<b>Name:</b>	Voyager Sopris Learning, Inc. (formerly known as Cambium Education, Inc.)
<b>Street Address:</b>	17855 North Dallas Parkway
<b>Internal Address:</b>	Suite 400
<b>City:</b>	Dallas
<b>State/Country:</b>	TEXAS
<b>Postal Code:</b>	75287
<b>Entity Type:</b>	CORPORATION: COLORADO
<b>Name:</b>	Kurzweil Education, Inc. (formerly known as Kurzweil/Intellitools, Inc.)
<b>Street Address:</b>	17855 North Dallas Parkway
<b>Internal Address:</b>	Suite 400
<b>City:</b>	Dallas
<b>State/Country:</b>	TEXAS
<b>Postal Code:</b>	75287

TRADEMARK

<b>Entity Type:</b>	CORPORATION: DELAWARE
<b>Name:</b>	LAZEL, Inc.
<b>Street Address:</b>	17855 North Dallas Parkway
<b>Internal Address:</b>	Suite 400
<b>City:</b>	Dallas
<b>State/Country:</b>	TEXAS
<b>Postal Code:</b>	75287
<b>Entity Type:</b>	CORPORATION: DELAWARE
<b>Name:</b>	Learning A-Z, LLC
<b>Street Address:</b>	17855 North Dallas Parkway
<b>Internal Address:</b>	Suite 400
<b>City:</b>	Dallas
<b>State/Country:</b>	TEXAS
<b>Postal Code:</b>	75287
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE
<b>Name:</b>	ExploreLearning, LLC
<b>Street Address:</b>	17855 North Dallas Parkway
<b>Internal Address:</b>	Suite 400
<b>City:</b>	Dallas
<b>State/Country:</b>	TEXAS
<b>Postal Code:</b>	75287
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE
<b>Name:</b>	VSS-Cambium Holdings II Corp. (for itself and as successor to all interests held by VSS-Cambium Holdings, LLC)
<b>Street Address:</b>	17855 North Dallas Parkway
<b>Internal Address:</b>	Suite 400
<b>City:</b>	Dallas
<b>State/Country:</b>	TEXAS
<b>Postal Code:</b>	75287
<b>Entity Type:</b>	CORPORATION: DELAWARE
<b>Name:</b>	VSS-Cambium Holdings IV, LLC
<b>Street Address:</b>	17855 North Dallas Parkway
<b>Internal Address:</b>	Suite 400
<b>City:</b>	Dallas
<b>State/Country:</b>	TEXAS
<b>Postal Code:</b>	75287
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE

**PROPERTY NUMBERS Total: 66**

Property Type	Number	Word Mark
Registration Number:	3051380	CAMBIUM LEARNING
Registration Number:	3711800	CAMBIUM LEARNING TECHNOLOGIES
Registration Number:	3878768	CLASSROOM SUITE
Registration Number:	1941684	CLICKIT!
Registration Number:	2874724	COLLEAGUE IN THE CLASSROOM
Registration Number:	1819781	
Registration Number:	1871843	
Registration Number:	2904503	THE HERMAN METHOD
Registration Number:	1785295	INTELLIKEYS
Registration Number:	1993803	INTELLIPICS
Registration Number:	3124948	INTELLISWITCH
Registration Number:	1838992	INTELLITOOLS
Registration Number:	3026840	INTELLITOOLS
Registration Number:	2977602	KURZWEIL 3000 LEARNSTATION
Registration Number:	3555733	KURZWEIL EDUCATIONAL SYSTEMS
Registration Number:	2843797	LANGUAGE !
Registration Number:	3776585	LANGUAGE!
Registration Number:	3128544	LETRS
Registration Number:	2814903	METRO MATH
Registration Number:	2585693	METRO METROPOLITAN TEACHING AND LEARNING
Registration Number:	2834219	METRO NONFICTION BOOKBAG
Registration Number:	2345576	OVERLAY MAKER
Registration Number:	2862154	PROBLEM SOLVING STEP BY STEP
Registration Number:	2823128	READ WELL
Registration Number:	3165698	READING CENTRAL
Registration Number:	2751461	READYMADE
Registration Number:	3190657	REWARDS
Registration Number:	3200138	RIDE
Registration Number:	3257417	SOPRIS WEST
Registration Number:	3257416	
Registration Number:	2558492	STEP UP TO WRITING
Registration Number:	3038689	
Registration Number:	3526181	STOP AND THINK
Registration Number:	3526182	STOP AND THINK
Registration Number:	3587549	TRANSMATH
Registration Number:	3088079	VIAJES
Registration Number:	3074040	THE VOICE OF URBAN EDUCATION
Registration Number:	2860988	EVOYAGES

Property Type	Number	Word Mark
Registration Number:	3415697	EXPECT RESULTS
Registration Number:	3706968	PASSPORT READING JOURNEYS
Registration Number:	3197514	SOLO
Registration Number:	3184768	STRATEGIC ONLINE LEARNING OPPORTUNITIES
Registration Number:	3593583	TICKET TO READ
Registration Number:	3702174	TICKET TO READ
Registration Number:	3076517	TIMEWARP
Registration Number:	2779424	V
Registration Number:	2882365	V VOYAGERU
Registration Number:	2626404	VIP
Registration Number:	2911439	VITAL INDICATORS OF PROGRESS
Registration Number:	3113016	VMATH
Registration Number:	3778556	VMATH MATH INTERVENTION THAT WORKS VMATH
Registration Number:	3537700	VMATHLIVE
Registration Number:	3769145	VOCABJOURNEY
Registration Number:	2129258	VOYAGER EXPANDED LEARNING
Registration Number:	2590995	VOYAGER EXPANDED LEARNING
Registration Number:	3747247	VOYAGER PASAPORTE
Registration Number:	3655338	VOYAGER PASSPORT
Registration Number:	3747246	VOYAGER PASSPORT
Registration Number:	2749505	VOYAGER UNIVERSAL LITERACY SYSTEM
Registration Number:	2848412	VOYAGERU
Registration Number:	3336348	VPORT
Registration Number:	3341306	VPORT
Registration Number:	3957248	
Registration Number:	3976981	KURZWEIL 3000
Registration Number:	3956306	KURZWEIL EDUCATIONAL SYSTEMS
Serial Number:	85043469	GIZMO

**CORRESPONDENCE DATA**

**Fax Number:** 6172484000

*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.*

**Email:** tadmin@choate.com

**Correspondent Name:** Daniel L. Scales

**Address Line 1:** Two International Place

**Address Line 2:** Choate Hall & Stewart LLP

**Address Line 4:** Boston, MASSACHUSETTS 02110

**ATTORNEY DOCKET NUMBER:** 2004945-0033

<b>NAME OF SUBMITTER:</b>	Daniel L. Scales
<b>SIGNATURE:</b>	/daniel l. scales/
<b>DATE SIGNED:</b>	12/10/2015
<b>Total Attachments: 6</b> source=Release of Security Interest in Trademarks (executed)#page1.tif source=Release of Security Interest in Trademarks (executed)#page2.tif source=Release of Security Interest in Trademarks (executed)#page3.tif source=Release of Security Interest in Trademarks (executed)#page4.tif source=Release of Security Interest in Trademarks (executed)#page5.tif source=Release of Security Interest in Trademarks (executed)#page6.tif	

## RELEASE OF SECURITY INTEREST IN TRADEMARKS

**THIS RELEASE OF SECURITY INTEREST IN TRADEMARKS** (this “**Release**”) is made as of December 10, 2015, by Wells Fargo Bank, National Association in its capacity as the notes collateral agent (in such capacity, the “**Agent**”) under that certain Indenture (as defined below) in favor of Cambium Learning Group, Inc., Cambium Learning, Inc., Voyager Sopris Learning, Inc. (formerly known as Cambium Education, Inc.), Kurzweil Education, Inc. (formerly known as Kurzweil/Intellitools, Inc.), LAZEL, Inc., Learning A-Z, LLC, ExploreLearning, LLC, VSS-Cambium Holdings II Corp. (for itself and as successor to all interests held by VSS-Cambium Holdings, LLC) and VSS-Cambium Holdings IV, LLC (collectively, the “**Pledgors**”).

**WHEREAS**, pursuant to the terms and conditions of that certain Security Agreement (the “**Security Agreement**”) and that certain Senior Secured Notes Indenture (the “**Indenture**”), each dated as of February 17, 2011 (as each may have been amended, modified, extended or restated from time to time) by and among, among others, the Pledgors and Agent, the Pledgors and Agent entered in to that certain Grant of Security Interest in Trademark Rights, dated as of February 17, 2011 (the “**Trademark Security Agreement**”);

**WHEREAS**, pursuant to the terms and conditions of the Trademark Security Agreement, the Security Agreement, and the Indenture, Pledgors granted to Agent on behalf of the secured parties a continuing security interest in and to, and lien on, all of Pledgors’ right, title and interest in, to and under certain Trademarks (as defined in the Security Agreement), including, without limitation, the trademarks set forth on Schedule A attached hereto (the “**Trademarks**”);

**WHEREAS**, the Trademark Security Agreement was recorded with the U.S. Patent and Trademark Office (“**USPTO**”) at Reel/Frame 004555/0481;

**WHEREAS**, Agent desires to terminate all such security interests, and to execute and deliver to Pledgors all deeds, assignments and other instruments as may be reasonably necessary to release the security interests relating to the Trademarks.

**NOW, THEREFORE**, for and in consideration of the foregoing, and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Agent on behalf of itself and the secured parties, hereby releases and terminates the liens granted in the Trademarks under the Trademark Security Agreement, the Security Agreement, and the Indenture, and relinquishes unto Pledgors the continuing security interest in, and lien on, the Trademarks and otherwise assigns, grants and conveys to Pledgors, without recourse, any and all right, title and interest the Agent or the secured parties may have in, to or under to the Trademarks in order to revest in Pledgors full and unencumbered title to said Trademarks.





[Signature page follows.]

IN WITNESS WHEREOF, Agent has caused this Release of Security Interest in Trademarks to be executed by its duly authorized signatory as of the date first written above.




**WELLS FARGO BANK, NATIONAL  
ASSOCIATION**





By: Barry D. Somrock  
Name: Barry D. Somrock  
Title: Vice President




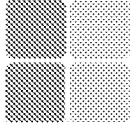
**Schedule A**

Mark	Serial No.	Registration No.
CAMBIUM LEARNING	76/558,661	3,051,380
CAMBIUM LEARNING TECHNOLOGIES	77/719,307	3,711,800
CLASSROOM SUITE	77/860,158	3,878,768
CLICKIT!	74/500,574	1,941,684
COLLEAGUE IN THE CLASSROOM	78/270,076	2,874,724
	74/385,305	1,819,781
	74/369,180	1,871,843
THE HERMAN METHOD	76/557,974	2,904,503
INTELLIKEYS	74/267,040	1,785,295
INTELLIPICS	74/469,785	1,993,803
INTELLISWITCH	78/620,718	3,124,948
INTELLITOLS	74/323,114	1,838,992
INTELLITOLS	78/392,347	3,026,840
KURZWEIL 3000 LEARNSTATION	76/540,101	2,977,602
 Kurzweil Educational Systems	76/688,748	3,555,733
LANGUAGE !	78/044,933	2,843,797
LANGUAGE!	76/690,712	3,776,585
LETRS	76/645,173	3,128,544
METRO MATH	76/975,770	2,814,903
 (METRO METROPOLITAN TEACHING AND LEARNING COMPANY & Design)	75/561,208	2,585,693
METRO NONFICTION BOOKBAG	76/975,773	2,834,219
OVERLAY MAKER	75/746,239	2,345,576



Mark	Serial No.	Registration No.
PROBLEM SOLVING STEP BY STEP	76/486,353	2,862,154
READ WELL	78/168,123	2,823,128
READING CENTRAL	76/611,651	3,165,698
READYMADE	78/139,953	2,751,461
REWARDS	76/645,171	3,190,657
RIDE	76/645,170	3,200,138
SOPRIS WEST	76/645,169	3,257,417
	76/645,168	3,257,416
STEP UP TO WRITING	76/199,932	2,558,492
	76/199,931	3,038,689
STOP AND THINK STOP	76/687,979	3,526,181
	76/687,980	3,526,182
TRANSMATH	76/665,846	3,587,549
VIAJES	76/585,735	3,088,079
THE VOICE OF URBAN EDUCATION	76/577,405	3,074,040
EVOYAGES	76/450,199	2,860,988
EXPECT RESULTS	78/644,915	3,415,697
PASSPORT READING JOURNEYS	78/602,824	3,706,968
SOLO	78/601,346	3,197,514
STRATEGIC ONLINE LEARNING OPPORTUNITIES	78/601,348	3,184,768

Mark	Serial No.	Registration No.
TICKET TO READ	76/690,688	3,593,583
TICKET TO READ	77/262,945	3,702,174
TIMEWARP	78/604,173	3,076,517
 V & Design	76/480,894	2,779,424
 V VOYAGERU & Design	76/396,917	2,882,365
VIP	76/216,900	2,626,404
VITAL INDICATORS OF PROGRESS	76/462,715	2,911,439
VMATH	78/530,453	3,113,016
 VMATH MATH INTERVENTION THAT WORKS &	77/304,080	3,778,556
VMATHLIVE	77/088,732	3,537,700
VOCABJOURNEY	77/719,645	3,769,145
VOYAGER EXPANDED LEARNING	74/665,812	2,129,258
 VOYAGER EXPANDED LEARNING &	76/185,318	2,590,995

Mark	Serial No.	Registration No.
 VOYAGER PASAPORTE & Design	77/273,339	3,747,247
VOYAGER PASSPORT	77/273,294	3,655,338
 VOYAGER PASSPORT & Design	77/273,318	3,747,246
VOYAGER UNIVERSAL LITERACY SYSTEM	76/360,361	2,749,505
VOYAGERU	76/396,660	2,848,412
VPORT	78/678,436	3,336,348
 VPORT & Design	78/696,563	3,341,306
	85/115673	3,957,248
KURZWEIL 3000	85/115301	3,976,981
KURZWEIL EDUCATIONAL SYSTEMS	76/704307	3,956,306
GIZMO	85/043469	