

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM373004

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST		
SEQUENCE:	1		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
BCA Mezzanine Fund II, L.P.		02/10/2016	LIMITED PARTNERSHIP: DELAWARE
RECEIVING PARTY DATA			
Name:	Certica Solutions, Inc.		
Street Address:	7000 N. Mopac, Suite 390		
City:	Austin		
State/Country:	TEXAS		
Postal Code:	78731		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	76670205	TESTWIZ	
CORRESPONDENCE DATA			
Fax Number:	7132266397		
<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>			
Phone:	713-226-6000		
Email:	TMMail@porterhedges.com		
Correspondent Name:	Jonathan Pierce		
Address Line 1:	P.O. Box 4744		
Address Line 4:	Houston, TEXAS 77002		
ATTORNEY DOCKET NUMBER:	010997-0124		
NAME OF SUBMITTER:	Jonathan Pierce		
SIGNATURE:	/jmp/		
DATE SIGNED:	02/12/2016		
Total Attachments: 5			
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**TERMINATION AND RELEASE OF SECURITY INTEREST
IN INTELLECTUAL PROPERTY**

This Termination and Release of Security Interest in Intellectual Property ("Release") is made this 10th day of February, 2016, by BCA Mezzanine Fund II, L.P., a Delaware limited partnership, as Collateral Agent ("Secured Party"), in favor of Certica Solutions, Inc., a Delaware corporation (the "Debtor").

WHEREAS, pursuant to the terms and conditions of that certain Intellectual Property Security Agreement by Debtor in favor of Secured Party, dated February 9, 2015 (the "Security Agreement"), Debtor granted to Secured Party a continuing security interest in all of Debtor's right, title and interest in, to and under the Intellectual Property Collateral (as defined in the Security Agreement);

WHEREAS, the Security Agreement was recorded with the United States Patent and Trademark Office ("USPTO") on February 11, 2015 at Reel/Frame 5457/0825 with respect to trademark collateral;

WHEREAS, the Security Agreement was delivered to the United States Register of Copyrights for recording on February 18, 2015 with respect to copyright collateral;

WHEREAS, the Debtor's obligations to Secured Party have been satisfied in full and the security interest granted to Secured Party pursuant to the Security Agreement has been released by Secured Party;

WHEREAS, Secured Party has the requisite power and authority to release and discharge its security interest in and to the Intellectual Property Collateral; and

WHEREAS, the parties desire to confirm and evidence the termination and release of the security interest in, to and under the Intellectual Property Collateral.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Secured Party, on behalf of itself and its successors, legal representatives and assigns, hereby unconditionally, irrevocably and absolutely (i) terminates the Security Agreement, (ii) assigns to Debtor all of Secured Party's right, title and interest (if any) in and to the Intellectual Property Collateral and (iii) terminates, cancels, releases and forever discharges any and all security interests it holds in, to and under the Intellectual Property Collateral, including, without limitation, the trademarks and copyrights set forth on Exhibit A and Exhibit B respectively.

Secured Party shall take all further reasonable actions, and provide to Debtor or its successors, assigns or other legal representatives, all such reasonable cooperation and assistance (including, without limitation, the execution and delivery of any and all documents or other instruments), requested by Debtor to more fully and effectively effectuate the purposes of this Release, in each case, at Debtor's expense. By this instrument, Secured Party authorizes and requests Debtor to record this Release with the USPTO and the United States Register of Copyrights.

This Release shall be governed by the internal laws of the State of Delaware, without giving effect to the choice of law provisions thereof.

SIGNATURE PAGE FOLLOWS

IN WITNESS WHEREOF, Secured Party has caused this Release to be executed by its respective duly authorized representative as of the date first above written.

BCA MEZZANINE FUND II, L.P,
as Collateral Agent

By: BCA MEZZANINE PARTNERS II, LLC,
its General Partner

By: 
Name: Gregory F. Mulligan
Title: Managing Member

Signature Page to Termination and Release of Security Interest in Intellectual Property

TRADEMARK
REEL: 005730 FRAME: 0612

**Exhibit A
Trademarks**

Mark	Jurisdiction	Registration or Serial No.	Date of Registration	Status of Filings	Current Renewal Date	Goods
TESTWIZ and Design	U.S.	3342479	11/27/2007	Registered	11/27/2017	Computer software for writing, grading and taking tests or any other form of work utilizing tests or test taking on a computer, namely computer software that tracks and reports student test scores.

**Exhibit B
Copyrights**

Title	TX / Case Number	Registration Date
Group registration for automated database titled ETS Formative Assessment Item Bank published updates from April 1, 2006 to June 30, 2006	6-438-569	7/3/2006
Formative Assessment Item Bank Manual	6-467-568	11/24/2006
Group registration for automated database titled ETS Formative Assessment Item Bank published updates from June 30, 2006 to September 28, 2007	7-035-610	10/25/2007
Group registration for automated database titled ETS Formative Assessment Item Bank published updates from September 28, 2007 to November 20, 2008	7-161-561	2/18/2009
Group registration for automated database titled NWEA's Formative Assessment Item Bank, Spring 2012 Update	7-565-865	7/3/2012
Group registration for automated database titled NWEA's Formative Assessment Item Bank, Spring 2014 Update	8-070-269	6/11/2014
Certify Software	7-575-757	9/5/2012