# OP \$115.00 4171712

# TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1 Stylesheet Version v1.2 ETAS ID: TM406854

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

### **CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
VKidz Holdings Inc.		11/23/2016	Corporation: DELAWARE

## **RECEIVING PARTY DATA**

Name:	Webster Bank, National Association
Street Address:	100 Franklin Street
City:	Boston
State/Country:	MASSACHUSETTS
Postal Code:	02110
Entity Type:	National Banking Association: UNITED STATES

### **PROPERTY NUMBERS Total: 4**

Property Type	Number	Word Mark
Registration Number:	4171712	VOCABULARY SPELLINGCITY.COM
Registration Number:	4175407	TIME4WRITING
Registration Number:	4171713	TIME 4 LEARNING
Registration Number:	4435684	SCIENCE4US.COM

### **CORRESPONDENCE DATA**

Fax Number:

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:** 212-238-3214

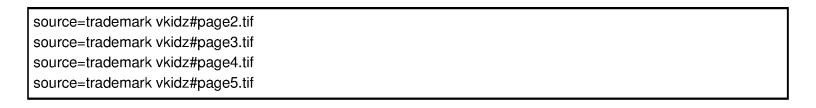
Email: SELWIN@EMMETMARVIN.COM

Correspondent Name: Sharon Elwin

Address Line 1: 120 Broadway, 32nd Floor
Address Line 2: Emmet Marvin & Martin, LLP
Address Line 4: New York, NEW YORK 10271

NAME OF SUBMITTER: Sharon Elwin  SIGNATURE: /Sharon Elwin/  DATE SIGNED: 11/20/2016	ATTORNEY DOCKET NUMBER:	F166835 for 6275.390
	NAME OF SUBMITTER:	Sharon Elwin
DATE SIGNED: 11/20/2016	SIGNATURE:	/Sharon Elwin/
DATE SIGNED.   11/23/2010	DATE SIGNED:	11/29/2016

**Total Attachments: 4** 



# **GRANT OF SECURITY INTEREST (TRADEMARKS)**

The undersigned, VKIDZ HOLDINGS INC., a Delaware corporation (the "Grantor"), and WEBSTER BANK, NATIONAL ASSOCIATION (the "Administrative Agent") are parties to a Security Agreement, dated as of November 23, 2016 (as amended, supplemented or otherwise modified from time to time, the "Security Agreement"). All capitalized terms used but not otherwise defined herein have the meanings given to them in the Security Agreement.

Pursuant to the Security Agreement, the Grantor has granted to the Administrative Agent a security interest in and to the Collateral, including, without limitation, certain of its intellectual property.

For good and valuable consideration, the receipt of which is hereby acknowledged, and for the purpose of recording the grant of the security interest as aforesaid, the Grantor does hereby further grant to the Administrative Agent a security interest in and to the following property of the Grantor, now owned or hereafter acquired by the Grantor (collectively, the "*Trademark Collateral*"):

- (a) trademarks and registrations thereof, including the trademarks listed on <u>Schedule 1</u> attached hereto (collectively, the "*Trademarks*");
- (b) the goodwill of the business symbolized by the Trademarks; and
- (c) all proceeds thereof, including, without limitation, from any and all causes of action which may exist by reason of infringement thereof.

The Grantor does hereby further acknowledge and affirm that the rights and remedies of the Administrative Agent with respect to the security interest in the Trademark Collateral granted hereby are set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

The Administrative Agent's address is: 100 Franklin Street, Boston, Massachusetts 02110.

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IN WITNESS WHEREOF, the Grantor has caused this Grant of Security Interest (Trademarks) to be duly executed by its duly authorized officer as of November 23, 2016.

VKIDZ HOLDINGS INC.

Name John Edelson
Title Chief Executive Officer and President

IN WITNESS WHEREOF, the parties hereto have duly executed this Security Agreement as of the day and year first above written.

# VKIDZ HOLDINGS INC.

Ву:	r 1 . T 1 1			-
Name: J	John Edelso	n		
Title: C	Chief Execu	tive Office	r and Preside	ent

WEBSTER BANK, NATIONAL ASSOCIATION, AS ADMINISTRATIVE AGENT

By: <u>Factors</u> AFGILL Name: Barbara Flight

Title: Senior Vice President

# Schedule 1 to Grant of Security Interest (Trademarks) Dated as of November 23, 2016

<b>Trademark</b>	Registration No.	<b>Registration Date</b>
VOCABULARY SPELLINGCITY.COM	4,171,712	July 10, 2012
TIME4WRITING	4,175,407	July 17, 2012
TIME 4 LEARNING	4,171,713	July 10, 2012
SCIENCE4US.COM	4,435,684	November 19, 2013

TRADEMARK REEL: 005929 FRAME: 0446

**RECORDED: 11/29/2016**