

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM424406

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
General Electric Company, as Administrative Agent (as successor in interest by merger to General Electric Capital Corporation, as Administrative Agent)		04/18/2017	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	ACHIEVEMENT PRODUCTS, INC.		
Street Address:	2 Lower Ragsdale Drive		
City:	MONTEREY		
State/Country:	CALIFORNIA		
Postal Code:	93940		
Entity Type:	Corporation: DELAWARE		
Name:	ANGELES CORPORATION		
Street Address:	9 Capper Drive		
City:	PACIFIC		
State/Country:	MISSOURI		
Postal Code:	63069		
Entity Type:	Corporation: DELAWARE		
Name:	EARLYCHILDHOOD LLC		
Street Address:	2 Lower Ragsdale Drive		
City:	MONTEREY		
State/Country:	CALIFORNIA		
Postal Code:	93940		
Entity Type:	Limited Liability Company: CALIFORNIA		
Name:	EXCELLIGENCE LEARNING CORPORATION		
Street Address:	2 Lower Ragsdale Drive		
City:	MONTEREY		
State/Country:	CALIFORNIA		
Postal Code:	93940		
Entity Type:	Corporation: DELAWARE		
Name:	SMARTERKIDS.COM, INC.		
TRADEMARK			

CH \$1790.00 1109254

Street Address:	2 Lower Ragsdale Drive
City:	MONTEREY
State/Country:	CALIFORNIA
Postal Code:	93940
Entity Type:	Corporation: DELAWARE
Name:	EDUCATIONAL PRODUCTS, INC.
Street Address:	4100 N. Sam Houston Parkway
Internal Address:	Suite 240
City:	HOUSTON
State/Country:	TEXAS
Postal Code:	77086
Entity Type:	Corporation: TEXAS

PROPERTY NUMBERS Total: 71

Property Type	Number	Word Mark
Registration Number:	1109254	ACHIEVEMENT PRODUCTS
Registration Number:	1318706	ENVIRONMENTS, INC.
Registration Number:	1344758	DANDI-LI-ON
Registration Number:	1412843	RAINBOW
Registration Number:	1477877	ANGELES
Registration Number:	1525918	SOFTSTAGES
Registration Number:	1550889	BYE BYE BUGGY
Registration Number:	1630880	ANGELS REST
Registration Number:	1729410	ANGELES GROUP
Registration Number:	1813744	SOF-TEX
Registration Number:	1818908	BIOCOLOR
Registration Number:	1837414	ROLEOVERS
Registration Number:	1852370	EARLY CHILDHOOD NEWS
Registration Number:	1897533	BASE FURNITURE LINE
Registration Number:	2023577	EARTHCHILD
Registration Number:	2052213	THE IMAGINATION PLAYGROUND
Registration Number:	2328357	PROBOARD
Registration Number:	2396302	PRE3CHILD
Registration Number:	2423362	SILVERRIDER
Registration Number:	2424420	ECONOBOARD
Registration Number:	2426072	EPI
Registration Number:	2426073	EPI
Registration Number:	2432043	NIFTYSYSTEM
Registration Number:	2452519	ANGELES

Property Type	Number	Word Mark
Registration Number:	2465053	BASELINE
Registration Number:	2471836	SMARTERKIDS
Registration Number:	2546548	COLORATIONS
Registration Number:	2546549	COLORATIONS
Registration Number:	2584890	BIOPUTTY
Registration Number:	2609995	EICHILD.COM
Registration Number:	2661596	COLORS LIKE ME
Registration Number:	2675790	SCHOOL WRAP PAC
Registration Number:	2733120	EXCELLIGENCE
Registration Number:	2876620	ECMD
Registration Number:	2906713	TEACHER QUICKSOURCE
Registration Number:	2950193	QUIET DIVIDER
Registration Number:	2950235	SPACELINE
Registration Number:	3092020	ACHIEVEMENT PRODUCTS
Registration Number:	3097179	LITTLE KIDDLE
Registration Number:	3148413	RUNABOUT
Registration Number:	3153290	
Registration Number:	3351369	
Registration Number:	3424903	MAPLE COLOR LINE
Registration Number:	3439171	ROCK & ROLL
Registration Number:	3439965	GO TOGETHERS
Registration Number:	3439968	PEEKABLUE!
Registration Number:	3463558	SOUND SPONGE
Registration Number:	3491407	INCREDIBLEFOAM
Registration Number:	3494686	GIVE PLAY A CHANCE!
Registration Number:	3576092	COLORDESIGN CARPET
Registration Number:	3647524	MY HOMETOWN
Registration Number:	3675708	CLASSICRIDER
Registration Number:	3718418	SURESTOP
Registration Number:	3718580	ECMD
Registration Number:	3721876	BYE-BYE
Registration Number:	3738832	CONVERTO
Registration Number:	3769889	RUGGEDRIDER
Registration Number:	3810251	VARIO SEAT
Registration Number:	3866627	MYRIDER
Registration Number:	3888200	BUY WHERE TEACHERS BUY
Registration Number:	4031147	DISCOUNT SCHOOL SUPPLY
Registration Number:	4100273	SAFE-T-SIDE

Property Type	Number	Word Mark
Registration Number:	4286414	SPORTRIDER
Registration Number:	4324572	PRIMA-COLOR
Registration Number:	4328486	COLORCLASS
Registration Number:	4359338	MY PERFECT CLASSROOM
Registration Number:	4385489	BUILDING BRILLIANCE
Registration Number:	4429231	EXCELLERATIONS
Registration Number:	4475192	ENVIRONMENTS
Registration Number:	4849114	EARLYCHILDHOOD NEWS
Serial Number:	85819463	SPORTRIDER

CORRESPONDENCE DATA

Fax Number: 2124464900

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: susan.zablocki@kirkland.com

Correspondent Name: Susan Zablocki

Address Line 1: Kirkland & Ellis LLP

Address Line 4: New York, NEW YORK 10022

NAME OF SUBMITTER:	Susan Zablocki
SIGNATURE:	/susan zablocki/
DATE SIGNED:	04/20/2017

Total Attachments: 6

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TERMINATION AND RELEASE OF TRADEMARK SECURITY AGREEMENT

THIS TERMINATION AND RELEASE OF TRADEMARK SECURITY AGREEMENT (this "Termination"), is dated as of April ¹⁶ 2017, and made by **GENERAL ELECTRIC COMPANY**, as Administrative Agent (as successor in interest by merger to General Electric Capital Corporation, as Administrative Agent) ("Grantee") to **ACHIEVEMENT PRODUCTS, INC.**, a Delaware corporation, **ANGELES CORPORATION**, a Delaware corporation, **EARLYCHILDHOOD LLC**, a California limited liability company, **EXCELLIGENCE LEARNING CORPORATION**, a Delaware corporation, **SMARTERKIDS.COM, INC.**, a Delaware corporation and **EDUCATIONAL PRODUCTS, INC.**, a Texas corporation (each a "Grantor" and, collectively, the "Grantors").

WHEREAS, pursuant to that certain Trademark Security Agreement dated as of December 30, 2014, made by the Grantors in favor of Grantee (the "Security Agreement"), the Grantors granted to the Grantee, among other collateral as set forth therein, a security interest in all of the Grantors' right, title and interest in, to and under the United States trademarks registrations and applications listed on the attached Schedule A, including any goodwill of the business connected with the use of, and symbolized by the trademarks (the "Trademarks");

WHEREAS, the Security Agreement was recorded in the Trademark Division of the United States Patent and Trademark Office on December 30, 2014, at Reel 5432 and Frame 0123; and

WHEREAS, Grantee now desires to terminate and release the Security Agreement;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged Grantee hereby states as follows:

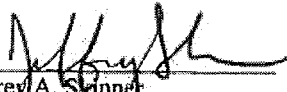
1. Definitions. All terms not herein defined, have the meanings set forth in the Security Agreement referenced above.

2. Release of Security Interest. Grantee hereby terminates the Security Agreement and terminates, releases and discharges any security interest in and lien upon the Trademarks and other Trademark Collateral, and reassigns, transfers, and conveys to the person or persons legally entitled thereto all right, title and interest of Grantee in the Trademarks and other Trademark Collateral.

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IN WITNESS WHEREOF, the Grantee has caused this Termination to be executed by its duly authorized signatory as of the date first written above.

GENERAL ELECTRIC COMPANY (as successor in interest by merger to General Electric Capital Corporation),
as Administrative Agent

By: 
Name: Jeffrey A. Skinner
Title: Duly Authorized Signatory

[Signature Page to Termination and Release of Trademark Security Agreement]

TRADEMARK
REEL: 006038 FRAME: 0681

SCHEDULE A
TO
TERMINATION AND RELEASE OF SECURITY INTERESTS IN TRADEMARKS

1. U.S. Trademark Registrations

Mark	Country	Serial Number (Application No.)	Registration Number	Owner
Achievement Products	US	76624934	3092020	Achievement Products
Achievement Products (cl 10 - equipment)	US	73123722	1109254	Achievement Products
Achievement Products (cl 35 - catalogs)	US	76624934	3092020	Achievement Products
Angeles	US	75758552	2452519	Angeles
Angeles	US	74249171	1729410	Angeles
Angeles	DE	39534293.7	39534293	Angeles
Angeles (w/ trike design)	US	73663703	1477877	Angeles
Angels Rest	US	73821933	1630880	Angeles
Base Furniture Line	US	74472666	1897533	Angeles
BaseLine (fka "Base Line")	US	75758553	2465053	Angeles
BioColor	US	74316217	1818908	Earlychildhood LLC
BioPutty	US	76205365	2584890	Earlychildhood LLC
Bird (DesignMark)	US	78630671	3153290	Excelligence Learning Corporation
Building Brilliance	US	85712825	4385489	Excelligence Learning Corporation
Buy Where Teachers Buy	US	85030971	3888200	Excelligence Learning Corporation
Bye Bye Buggy	US	73768646	1550889	Angeles
Bye-Bye	US	77734382	3721876	Angeles
ClassicRider	US	77626918	3675708	Excelligence Learning Corporation
Colorations (Class 16 - arts & crafts)	US	76128073	2546548	Earlychildhood LLC
Colorations (Class 2 - paint)	US	76128208	2546549	Earlychildhood LLC
ColorClass	US	85787138	4328486	Excelligence Learning Corporation
Colordesign Carpet	US	77530635	3576092	Excelligence Learning Corporation
Colors Like Me	US	76148346	2661596	Earlychildhood LLC
Converto	US	77626844	3738832	Excelligence Learning Corporation
Dandi-Li-On	US	73511147	1344758	Earlychildhood LLC
Design Logo - "Green" Earth	US	77136061	3351369	Excelligence Learning

Mark	Country	Serial Number (Application No.)	Registration Number	Owner
				Corporation
Design Logo - "Bird in Flight"	US	78630671	3153290	Excelligence Learning Corporation
Discount School Supply	US	85198972	4031147	Excelligence Learning Corporation
Early Childhood News	US	74361340	1852370	Earlychildhood LLC
Earthchild	US	75016100	2023577	Excelligence Learning Corporation
ECMD - Design Logo	US	76527861	2876620	Excelligence Learning Corporation
ECMD (w/o design)	US	77748364	3718580	Excelligence Learning Corporation
Econoboard	US	75551630	2424420	EPI
eichild.com	US	75320116	2609995	Excelligence Learning Corporation
Environments	US	85969332	4475192	Excelligence Learning Corporation
Environments, Inc.	US	73454804	1318706	Excelligence Learning Corporation
EPI	US	75551626	2426072	EPI
EPI (w/ pencil)	US	75551632	2426073	EPI
Excellerations	US	85387064	4429231	Excelligence Learning Corporation
Excelligence	US	76327484	2733120	Excelligence Learning Corporation
Go Togethers	US	77288362	3439965	Excelligence Learning Corporation
Give Play a Chance!	US	77176663	3494686	Excelligence Learning Corporation
The Imagination Playground	US	75038724	2052213	Earlychildhood LLC
IncredibleFoam	US	77237670	3491407	Excelligence Learning Corporation
Little Kiddle	US	76625708	3097179	Achievement Products
Maple Color Line	US	77290473	3424903	Excelligence Learning Corporation
My Hometown	US	77649452	3647524	Excelligence Learning Corporation
My Perfect Classroom	US	85780180	4359338	Excelligence Learning Corporation
MyRider	US	77865026	3866627	Excelligence Learning Corporation
NiftySystem	US	75517791	2432043	Excelligence Learning Corporation

Mark	Country	Serial Number (Application No.)	Registration Number	Owner
Peekablue!	US	77288472	3439968	Excelligence Learning Corporation
Pre3child	US	75517792	2396302	Excelligence Learning Corporation
Prima -Color	US	85781955	4324572	Excelligence Learning Corporation
Proboard	US	75551633	2328357	EPI
Quiet Divider	US	78287194	2950193	Angeles
Rainbow	US	73585772	1412843	Earlychildhood LLC
Rock & Roll	US	77137309	3439171	Angeles
RoleOvers	US	74365005	1837414	Excelligence Learning Corporation
RuggedRider	US	77626927	3769889	Excelligence Learning Corporation
Runabout	US	78730344	3148413	Angeles
Safe-T-Side	US	85310891	4100273	Excelligence Learning Corporation
School Wrap Pac	US	75551627	2675790	EPI
SilverRider	US	75918156	2423362	Angeles
Smarterkids (Class 35 - online retail)	US	75401039	2471836	Smarter Kids
SofStages	US	73733388	1525918	Excelligence Learning Corporation
Sof-Tex	US	74308668	1813744	Angeles
Sound Sponge	US	77159050	3463558	Excelligence Learning Corporation
SpaceLine	US	78300271	2950235	Angeles
SportRider (tricycles)	US	77765634	4286414	Excelligence Learning Corporation
SureStop	US	77730292	3718418	Excelligence Learning Corporation
Teacher QuickSource	US	78330403	2906713	Excelligence Learning Corporation
Vario Seat	US	77865043	3810251	Excelligence Learning Corporation

2. U.S. Trademark Applications

TRADEMARK	APPLICATION NO.	APPLICATION DATE	OWNER
Earlychildhood News	86381665	08/29/2014	Excelligence Learning Corporation
SportRider	85819463	01/09/2013	Excelligence Learning Corporation
Early Childhood News	86381665	08/29/2014	Excelligence Learning Corporation
SportRider (Two wheeled vehicles)	85819463	01/09/2013	Excelligence Learning Corporation

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