

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM455386

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
A is for Apple, Inc.		12/20/2017	Corporation: CALIFORNIA
Autism Learning Partners LLC	FORMERLY Pacific Child & Family Associates, LLC	12/20/2017	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	Ally Bank		
Street Address:	300 Park Avenue		
Internal Address:	4th Floor		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10022		
Entity Type:	Utah Bank: UTAH		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	4901211	A A IS FOR APPLE AUTISM, SPEECH & OCCUP	
Registration Number:	4889149	HELPING CHILDREN THRIVE	
Registration Number:	5252622	AUTISM LEARNING PARTNERS	
CORRESPONDENCE DATA			
Fax Number:	4044435697		
<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:	404-443-5649		
Email:	lallen@mcguirewoods.com		
Correspondent Name:	Latosha Allen, Paralegal		
Address Line 1:	McGuireWoods LLP		
Address Line 2:	1230 Peachtree Street, N.E., Suite 2100		
Address Line 4:	Atlanta, GEORGIA 30309		
ATTORNEY DOCKET NUMBER:	2072108-0020 Autism Lear		
NAME OF SUBMITTER:	Latosha E. Allen		
SIGNATURE:	/Latosha E. Allen/		
DATE SIGNED:	12/20/2017		

OP \$90.00 4901211

Total Attachments: 4

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NOTICE OF GRANT OF A SECURITY INTEREST—TRADEMARKS

This NOTICE OF GRANT OF A SECURITY INTEREST—TRADEMARKS (this “*Notice of Grant of a Security Interest—Trademarks*”) is made as of December 20, 2017, among A is for Apple, Inc., Autism Learning Partners LLC (formerly known as Pacific Child & Family Associates, LLC) each a “*Grantor*” and collectively, the “*Grantors*”) and ALLY BANK, in its capacity as Administrative Agent for itself and the other Credit Parties (together with its successors and assigns in such capacity, the “*Grantee*”).

WHEREAS, the Grantor has entered into a Second Lien Pledge and Security Agreement, dated December 20, 2017 (as amended, restated, supplemented, modified or otherwise changed from time to time, the “*Security Agreement*”), in favor of the Grantee; and

WHEREAS, pursuant to the Security Agreement, each Grantor has granted to the Grantee for the benefit of the Credit Parties, a continuing security interest in all right, title and interest of such Grantor in, to and under the Trademarks (other than any “intent-to-use” application for registration of a trademark), together with, among other things, the goodwill of the business symbolized by Trademarks owned by such Grantor, including those set forth on Schedule A hereto (the “*Collateral*”), to secure the payment, performance and observance of the Secured Obligations. Notwithstanding the foregoing, no grant of any security interest shall be deemed to have been granted hereunder in any Excluded Property and in no event shall the Collateral include any agreement that, by its terms, prohibits the grant of a security interest.

NOW, THEREFORE, as collateral security for the payment, performance and observance of all of the Secured Obligations, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, each Grantor hereby pledges to the Grantee and grants to the Grantee, for the benefit of the Credit Parties, a continuing security interest (subject to any prior security interests in respect of Permitted Liens permitted to be senior in accordance with the Credit Agreement) in the Collateral.

All capitalized terms used but not otherwise defined herein have the meanings given to them in the Security Agreement.

Each Grantor does hereby further acknowledge and affirm that the rights and remedies of the Grantee with respect to the Collateral are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein. In the event of any conflict between any provision herein and any provision of the Security Agreement, the Security Agreement shall control.


This Notice of Grant of a Security Interest—Trademarks may be executed in any number of counterparts and by different parties in separate counterparts, each of which when so executed shall be deemed to be an original and all of which taken together shall constitute one and the same agreement. Delivery of an executed counterpart by facsimile or electronic mail shall be equally effective as delivery of an original executed counterpart.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK; SIGNATURE PAGE
FOLLOWS]

IN WITNESS WHEREOF, each Grantor has caused this Notice of Grant of a Security Interest—Trademarks to be duly executed by its officer thereunto duly authorized as of the date first set forth above.

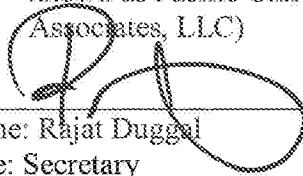
GRANTOR:

A IS FOR APPLE, INC.

By: 
Name: Rajat Duggal
Title: Secretary


GRANTOR:

AUTISM LEARNING PARTNERS LLC (Formerly
known as Pacific Child & Family
Associates, LLC)

By: 
Name: Rajat Duggal
Title: Secretary

ADMINISTRATIVE AGENT:

ALLY BANK, as Administrative Agent

By: 
Name: Mitchell E. Gruesen
Title: Authorized Signatory

[Signature Page Second Lien Notice of Grant of a Security Interest---Trademarks]

TRADEMARK
REEL: 006231 FRAME: 0987

**SCHEDULE A
TO
NOTICE OF GRANT OF A SECURITY INTEREST**

Trademark Registrations

Mark	Serial #	Registration #	Registration Date	Registrant
A IS FOR APPLE AUTISM, SPEECH & OCCUPATIONAL THERAPY	86/661,323	4,901,211	February 16, 2016	A Is For Apple, Inc.
HELPING CHILDREN THRIVE	86/661,388	4,889,149	January 19, 2016	A Is For Apple, Inc.
AUTISM LEARNING PARTNERS	86/854,132	5,252,622	July 25, 2017	Autism Learning Partners LLC (f/k/a Pacific Child & Family Associates, LLC)