

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM469041

<b>SUBMISSION TYPE:</b>	RESUBMISSION
<b>NATURE OF CONVEYANCE:</b>	Assignment of Security Interest
<b>RESUBMIT DOCUMENT ID:</b>	900436385

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Antares Capital LP		01/18/2018	Corporation: ILLINOIS

**RECEIVING PARTY DATA**

<b>Name:</b>	Field Point Agency Services, Inc.
<b>Street Address:</b>	80 Field Point Road, Suite 101
<b>City:</b>	Greenwich
<b>State/Country:</b>	CONNECTICUT
<b>Postal Code:</b>	06830
<b>Entity Type:</b>	Corporation: DELAWARE

**PROPERTY NUMBERS Total: 13**

Property Type	Number	Word Mark
Registration Number:	4216875	TEAM U
Registration Number:	3708362	CHANGING FUTURES. CHANGING LIVES.
Registration Number:	3714650	THE CREATIVE CIRCUS
Registration Number:	3714831	BTI
Registration Number:	3714885	MILLER-MOTTE
Registration Number:	3718127	LAMSON
Registration Number:	3826982	MCCANN
Registration Number:	3863510	DELTA DEGREES OF SUCCESS - SUCCESS COMES
Registration Number:	3863514	DELTA DEGREES OF SUCCESS
Registration Number:	3867044	CTC CAREER TECHNICAL COLLEGE
Registration Number:	3913756	TUCSON COLLEGE
Registration Number:	3916051	TC TUCSON COLLEGE CHANGING FUTURES. CHAN
Registration Number:	3936254	MIAMI-JACOBS

**CORRESPONDENCE DATA**

Fax Number: 2128066006

*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: 212-806-5763

**Email:** jmann@stroock.com  
**Correspondent Name:** Jeffrey M. Mann  
**Address Line 1:** 180 Maiden Lane, 38th Floor  
**Address Line 4:** New York, NEW YORK 10038-4982

**ATTORNEY DOCKET NUMBER:** 004341/0002

**NAME OF SUBMITTER:** Jeffrey M. Mann

**SIGNATURE:** /jeffrey m. mann/

**DATE SIGNED:** 04/09/2018

**Total Attachments: 4**

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**TRADEMARK ASSIGNMENT**

Dated: January 18, 2018

WHEREAS, pursuant to that Trademark Security Agreement dated as of December 10, 2012 which was filed with the United States Patent and Trademark Office (the “*PTO*”) on December 10, 2012, at Reel 4915, Frame 0902 (the “*Security Agreement*”) between Delta Career Education Corporation, Career Training Specialists, Inc., Miller-Motte Business College, Inc., McCann Education Centers, Inc., The Miami-Jacob Business College Company, Southwest Business Colleges, Inc., and Berks Technical Institute, Inc. (collectively, the “*Grantors*”) and Antares Capital LP (“*Assignor*”), as Agent for the lenders pursuant to that certain Agency Transfer Agreement and Assignment of Intellectual Property Security Agreement each dated as of August 21, 2015 and that certain Amended and Restated Credit Agreement dated as of November 22, 2016 (the “*Credit Agreement*”),<sup>1</sup> among Borrower, Assignor, and the other parties thereto, Grantors have granted Assignor a security interest in the Trademarks (as defined below);

WHEREAS, the Grantors own all right, title and interest into the trademarks listed on Schedule I to the Security Agreement (“*Trademarks*”); and

WHEREAS pursuant to that certain Commitment and Agency Assignment and Acceptance, dated as of January 8, 2018, among the Grantors, the other Credit Parties, Assignor, Field Point Agency Services, Inc. (“*Assignee*”) and the other parties thereto, Assignee became the successor in interest to Assignor and Assignor agreed to assign and transfer to Assignee all of its rights, interest and privileges to the Trademarks.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, assigns and transfers to Assignee all right, title and interest in and to the Trademarks, together with the goodwill associated therewith, including, without limitation, all rights to sue at law or in equity for any past, present or future infringement thereof, and to receive all proceeds and damages therefrom, to be held and enjoyed by Assignee, its successors and assigns, as fully as the same would have been held and enjoyed by Assignor had this assignment and sale not been made.

This document may be executed in counterparts, each of which when so executed and delivered shall be deemed an original, but all such counterparts together shall constitute but one and the same instrument.

**[Signature Page Follows]**

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<sup>1</sup> Capitalized terms used but not defined herein have the meaning ascribed to them in the Credit Agreement.

IN WITNESS WHEREOF, the Assignor and Assignee have caused this Trademark Assignment to be executed and delivered as of the date first above written.

**ANTARES CAPITAL LP,**  
**as Assignor**


*Michael F.* \_\_\_\_\_

By: \_\_\_\_\_

Name: Mike Kriz

Title: Its Duly Authorized Signatory

**FIELD POINT AGENCY SERVICES, INC.,**  
as Assignee

By:   
Name: Andrew Milgram  
Title: Authorized Signatory

**Schedule A**

<b>Credit Party</b>	<b>Trademarks</b>	<b>Filing Date</b>	<b>App./ Reg No.</b>
Delta Career Education Corporation	TEAM U	1/5/2012	4216875/ 85509240
Delta Career Education Corporation	CHANGING FUTURES. CHANGING LIVES.	4/17/2009	3708362/ 77716067
Creative Circus, Inc.	THE CREATIVE CIRCUS	4/7/2009	3714650/ 77708226
Berks Technical Institute, Inc.	BTI	4/27/2009	3714831/ 77722850
Miller-Motte Business College Inc.	MILLER-MOTTE	4/28/2009	3714885/ 77723886
Southwest Business Colleges, Inc.	LAMSON	4/27/2009	3718127/ 77722663
McCann Education Centers Inc.	MCCANN COMES FROM WITHIN	5/22/2009	3826982/ 77742810
Delta Career Education Corporation	DELTA DEGREES OF SUCCESS-SUCCESS	3/8/2010	3863510/ 77952864
Delta Career Education Corporation	DELTA DEGREES OF SUCCESS	3/8/2010	3863514 / 77952900
McCann School of Business and Technology, Inc. (f/k/a Career Training Specialists, Inc.)	CTC CAREER TECHNICAL COLLEGE	3/17/2010	3867044/ 77961405
Southwest Business Colleges, Inc.	TUCSON COLLEGE (words-only)	6/15/2010	3913756/ 85062843
Southwest Business Colleges, Inc.	TUCSON COLLEGE w/design	3/17/2010	3916051/ 77961413
The Miami-Jacobs Business College Company	MIAMI-JACOBS	5/18/2009	3936254/ 77739531
McCann Education Centers, Inc.	MCCANN	5/2/2009	3826982/ 77742810

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