

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM471257

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Termination and Release of Security Interest in Trademarks
SEQUENCE:	1

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Business Development Corporation of America		04/24/2018	Corporation: DELAWARE

RECEIVING PARTY DATA

Name:	Catapult Learning, LLC
Street Address:	Suite 100, Two Aquarium Drive
City:	Camden
State/Country:	NEW JERSEY
Postal Code:	08103
Entity Type:	Limited Liability Company: DELAWARE

PROPERTY NUMBERS Total: 38

Property Type	Number	Word Mark
Registration Number:	4752401	ESOURCE
Registration Number:	4675664	FIVE STRAND DESIGN
Registration Number:	4608899	CATAPULT LEARNING COMMON CORE INTERIM TE
Registration Number:	4608895	CLCCIT
Registration Number:	4566598	READUP
Registration Number:	4550398	DISCOVER THE CORE
Registration Number:	4523623	DISCIPLINARY LITERACY FOR THE COMMON COR
Registration Number:	4447928	SUMMER LEARNING LEAP
Registration Number:	4439560	M MIDDLETON ACADEMY
Registration Number:	4439559	MIDDLETON ACADEMY
Registration Number:	4294357	ACHIEVESCIENCE
Registration Number:	4294356	ACHIEVEWRITING
Registration Number:	4294355	ACHIEVE STUDY SKILLS
Registration Number:	4284781	ACHIEVEMATH
Registration Number:	4284780	ACHIEVEENGLISH
Registration Number:	4247616	EARLYLEARNERS
Registration Number:	4051766	EDISONLEARNING ALLIANCE
Registration Number:	3802307	CATAPULT ONLINE

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Property Type	Number	Word Mark
Registration Number:	3778690	LEARNING FORCE
Registration Number:	3645427	READING FORCE
Registration Number:	3645426	MATH FORCE
Registration Number:	3638770	TECHNOLOGY AS A SECOND LANGUAGE
Registration Number:	3638769	TSL
Registration Number:	3565850	ACHIEVEMENT BY DESIGN
Registration Number:	3450027	CATAPULT LEARNING
Registration Number:	3179820	NEWTON IS THE FORCE THAT PUTS LEARNING I
Registration Number:	3008829	NEWTON LEARNING
Registration Number:	2939094	ACHIEVEREADING
Registration Number:	2638273	CAREER STARTERS
Serial Number:	86472501	CATAPULT LEARNING
Serial Number:	86472471	CATAPULT LEARNING
Serial Number:	86327191	ECATAPULT
Serial Number:	86309556	CORE CONNECTS
Serial Number:	86309536	CORECONNECTS
Serial Number:	86309525	CORECONNECTS ENGLISH LANGUAGE ARTS
Serial Number:	86309508	CORECONNECTS MATHEMATICS
Serial Number:	85146521	EDISONLEARNING SUMMER JOURNEY
Serial Number:	77940053	EDISONLEARNING EVALUATE

CORRESPONDENCE DATA

Fax Number: 6175236850

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: 617-523-2700

Email: susan.dinicola@hklaw.com,khyshboo.patel@hklaw.com

Correspondent Name: Holland & Knight LLP

Address Line 1: 10 St. James Avenue

Address Line 4: Boston, MASSACHUSETTS 02116

NAME OF SUBMITTER: Susan C. DiNicola

SIGNATURE: /Susan C. DiNicola/

DATE SIGNED: 04/25/2018

Total Attachments: 4

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**TERMINATION AND RELEASE OF SECURITY INTEREST
IN TRADEMARKS**

This **TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS**, dated as of April 24, 2018 ("Release"), is made by Business Development Corporation of America, as Collateral Agent ("Collateral Agent") in favor of Catapult Learning, LLC, a Delaware limited liability company ("Grantor").

WHEREAS, pursuant to that certain Guaranty and Security Agreement dated as of July 16, 2015 (as amended, restated, supplemented, modified, extended, renewed or replaced from time to time, the "Security Agreement") by and among the Grantor, Collateral Agent, and others party thereto, and the Trademark Security Agreement dated as of July 16, 2015 by and among the Grantor and Collateral Agent ("Trademark Security Agreement"), Grantor mortgaged, pledged and hypothecated to the Collateral Agent for the benefit of the Secured Parties, and granted to the Collateral Agent for the benefit of the Secured Parties a Lien on and security interest in, all of its right, title and interest in, to and under the Trademark Collateral; and

WHEREAS, , the Trademark Security Agreement was recorded at the United States Patent and Trademark Office ("USPTO") on July 21, 2015 at Reel 5581 Frame 0225.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Collateral Agent, on behalf of the Secured Parties, and Grantor agree as follows:

SECTION 1. Defined Terms. All capitalized terms used herein but not otherwise defined herein have the meanings given to them in the Security Agreement or Trademark Security Agreement.

SECTION 2. Termination and Release. Collateral Agent, on behalf of the Secured Parties, without representation, warranty, or recourse, hereby:

(a) terminates, cancels, discharges, and releases the mortgage, pledge, and hypothecation and Lien on and security interest in Grantor's right, title, and interest in, to, and under the Trademark Collateral, including, but not limited to, the foregoing listed on Schedule A attached hereto, granted pursuant to the Security Agreement or Trademark Security Agreement; and

(b) authorizes the recordation of this Release with the USPTO at Grantor's expense.

SECTION 3. Choice of Law. This Release shall be governed by and construed in accordance with the laws of the State of New York.

IN WITNESS WHEREOF, the Collateral Agent, on behalf of the Secured Parties, has caused this Termination and Release of Security Interest in Trademarks to be duly executed as of the date first set forth above.

Collateral Agent:

Business Development Corporation of America,
as Collateral Agent

By: 

Name: Corinne Pankovcin

Title: CFO

Schedule A

**Catapult Learning, LLC
(Delaware Limited Liability Company)**

**U.S. Trademarks Subject to Security Interest
Granted by Catapult Learning, LLC
In Favor of Business Development Corporation of America, as Collateral Agent
Recorded July 21, 2015 at Reel 5581 Frame 0225**

Trademark Registrations

Mark	Reg. No.	Reg. Date
ESOURCE	4752401	06/09/15
FIVE STRAND DESIGN	4675664	01/20/15
CATAPULT LEARNING COMMON CORE INTERIM TESTS	4608899	09/23/14
CLCCIT	4608895	09/23/14
READUP and Design	4566598	07/15/14
DISCOVER THE CORE	4550398	06/17/14
DISCIPLINARY LITERACY FOR THE COMMON CORE	4523623	04/29/14
SUMMER LEARNING LEAP	4447928	12/10/13
M MIDDLETON ACADEMY and Design	4439560	11/26/13
MIDDLETON ACADEMY	4439559	11/26/13
ACHIEVESCIENCE	4294357	02/26/13
ACHIEVEWRITING	4294356	02/26/13
ACHIEVE STUDY SKILLS	4294355	02/26/13
ACHIEVEMATH	4284781	02/05/13
ACHIEVEENGLISH	4284780	02/05/13
EARLYLEARNERS	4247616	11/20/12
EDISONLEARNING ALLIANCE	4051766	11/08/11
CATAPULT ONLINE	3802307	06/15/10
LEARNING FORCE	3778690	04/20/10
READING FORCE	3645427	06/30/09
MATH FORCE	3645426	06/30/09
TECHNOLOGY AS A SECOND LANGUAGE	3638770	06/16/09
TSL	3638769	06/16/09
ACHIEVEMENT BY DESIGN	3565850	01/20/09
CATAPULT LEARNING	3450027	06/17/08
NEWTON IS THE FORCE THAT PUTS LEARNING INTO MOTION	3179820	12/05/06
NEWTON LEARNING	3008829	10/25/05
ACHIEVEREADING	2939094	04/12/05
CAREER STARTERS	2638273	10/22/02

Trademark Applications

Mark	Appl. No.	Filing Date
CATAPULT LEARNING and Design	86472501	12/05/14

CATAPULT LEARNING	86472471	12/05/14
ECATAPULT	86327191	07/02/14
CORE CONNECTS and Design	86309556	06/13/14
CORECONNECTS and Design	86309536	06/13/14
CORECONNECTS ENGLISH LANGUAGE ARTS and Design	86309525	06/13/14
CORECONNECTS MATHEMATICS and Design	86309508	06/13/14
EDISONLEARNING SUMMER JOURNEY	85146521	10/06/10
EDISONLEARNING EVALUATE	77940053	02/19/10

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RECORDED: 04/25/2018

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