

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM473498

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Notice of Succession of Agency (Intellectual Property)

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Business Development Corporation of America, as Prior Agent		03/01/2018	Corporation: DELAWARE

RECEIVING PARTY DATA

Name:	BSP Agency, LLC, as Successor Agent
Street Address:	9 West 57th Street
Internal Address:	Suite 4920
City:	New York
State/Country:	NEW YORK
Postal Code:	10019
Entity Type:	Limited Liability Company: DELAWARE

PROPERTY NUMBERS Total: 27

Property Type	Number	Word Mark
Registration Number:	2919489	RESPONSECARD
Registration Number:	4438287	TRITON DATA COLLECTION SYSTEM
Registration Number:	4377140	MOBI 360
Registration Number:	4373273	CUETAG
Registration Number:	4034942	10 A DAY
Registration Number:	3897851	EINSTRUCTION
Registration Number:	3829312	CPS
Registration Number:	3829311	CPS PULSE
Registration Number:	3826163	EI
Registration Number:	3815536	EI COMMUNITY
Registration Number:	3796019	QUESTIONPOINT
Registration Number:	3790553	QUESTIONPOINT
Registration Number:	3761039	EINSTRUCTION
Registration Number:	3760947	EINSTRUCTION
Registration Number:	3710051	INTERWRITE MOBI
Registration Number:	3702562	EI EINSTRUCTION SIMPLE SOLUTIONS. REAL R
Registration Number:	3686929	EI

OP \$690.00 2919489

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	3674249	INTERWRITE DUALBOARD
Registration Number:	3667473	RESPONSEWARE
Registration Number:	3658984	EINSTRUCTION
Registration Number:	2981384	
Registration Number:	2981383	
Registration Number:	2981382	TURNING TECHNOLOGIES
Registration Number:	2929282	TURNINGPOINT
Registration Number:	2760355	INTERWRITE
Registration Number:	2307994	EXAMVIEW
Serial Number:	85458420	INSIGHT 360

CORRESPONDENCE DATA

Fax Number: 9192868199

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: 919 286-8000

Email: PTO_TMconfirmation@mvalaw.com, vishvamiyani@mvalaw.com

Correspondent Name: MOORE & VAN ALLEN PLLC

Address Line 1: 3015 CARRINGTON MILL BOULEVARD

Address Line 2: SUITE 400

Address Line 4: MORRISVILLE, NORTH CAROLINA 27560

ATTORNEY DOCKET NUMBER: 036889.156

NAME OF SUBMITTER: John Slaughter

SIGNATURE: /john slaughter/

DATE SIGNED: 05/10/2018

Total Attachments: 7

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NOTICE OF SUCCESSION OF AGENCY (INTELLECTUAL PROPERTY)

This **NOTICE OF SUCCESSION OF AGENCY (INTELLECTUAL PROPERTY)** (this “Notice”), dated as of March 1, 2018 (the “Effective Date”), is entered into by and among Business Development Corporation of America (“BDCA” or the “Prior Agent”), in its capacity as administrative agent pursuant to the Credit Agreement as defined below (in such capacity, the “Prior Agent”) and BSP Agency, LLC (“BSP” or the “Successor Agent”), pursuant to the Successor Agent Agreement as defined below.

WHEREAS, the Borrowers, the banks, financial institutions and other institutional lenders party thereto from time to time (the “Lenders”) and BDCA, as agent, entered into that certain Senior Credit Facility Agreement, dated as of June 30, 2015 (as amended, supplemented, amended and restated or otherwise modified from time to time, the “Credit Agreement”; and together with the other Loan Documents (as defined in the Credit Agreement), collectively, the “Credit Facility Documents”), and pursuant to the Credit Facility Documents, the Borrowers granted to Prior Agent a security interest in certain collateral;

WHEREAS, the Prior Agent and applicable Borrowers entered into one or more Notices of Grant of Security Interest in intellectual property as identified on Schedule A attached hereto (the “IP Notices”, which are included in the Credit Facility Documents).

WHEREAS, the IP Notices were recorded with the United States Patent and Trademark Office and United States Copyright Office as identified on Schedule A attached hereto; and

WHEREAS, pursuant to the Successor Agent Agreement dated as of even date herewith entered into by and among the Prior Agent, the Successor Agent, and others party thereto (the “Successor Agent Agreement”), the Prior Agent resigned as, and Successor Agent was appointed and accepted appointment as the Agent under the Credit Facility Documents with all the rights, powers, discretion and privileges of the Prior Agent, including in, to, and under the IP Notices.

NOW, THEREFORE, the parties agree as follows:

1. Defined Terms. Capitalized terms used herein without definition shall have the meanings attributed to such terms in the Successor Agent Agreement or Credit Facility Documents, as applicable.

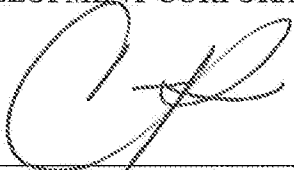
2. Succession and Replacement of Agency. Pursuant to the terms and conditions set forth in the Successor Agent Agreement, the Prior Agent has ceased to be the Agent under the Credit Facility Documents and is succeeded to and replaced by the Successor Agent as Agent under the Credit Facility Documents. Nothing herein shall be deemed to terminate, interrupt, or impair the continuity of the security interest in the collateral originally granted to the Prior Agent under the Credit Facility Documents, including the IP Notices and the collateral identified on Schedule A attached hereto, which security interest is now succeeded by and transferred to the Successor Agent.

3. Incorporation. All terms set forth in the Successor Agent Agreement are hereby incorporated herein by reference with the same force and effect as though fully set forth herein. To the extent that the terms set forth herein are inconsistent with the terms of the Successor Agent Agreement, the terms set forth in Successor Agent Agreement shall apply.

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be duly executed and delivered by their proper and duly authorized officers as of the day and year first written above.

BUSINESS DEVELOPMENT CORPORATION OF AMERICA,
as Prior Agent

By: _____



Name: Corinne Pankovcin
Title: CFO

BSP AGENCY, LLC, as Successor Agent

By: _____

Name: Nina Baryski
Title: Authorized Signer

NOTICE OF SUCCESSION OF AGENCY (INTELLECTUAL PROPERTY) (Turning Tech)

TRADEMARK
REEL: 006329 FRAME: 0188

Schedule A

Notice of Grant of Security Interest in Patents
Granted by Responsive Innovations, LLC
In Favor of Business Development Corporation of America, as Administrative Agent
Recorded July 9, 2015 at Reel 036087 Frame 0201

Issued Patents

Title	Patent No.	Issue Date
WIRELESS COMMUNICATION SYSTEM	8543099	09/24/13
TRANSMITTER CONTROLLED COMMUNICATION LINKS	8165614	04/24/12
WIRELESS COMMUNICATION SYSTEM	8150380	04/03/12
TRANSMITTER CONTROLLED COMMUNICATION LINKS	8041347	10/18/11
WIRELESS COMMUNICATION SYSTEM	7330716	02/12/08

Notice of Grant of Security Interest in Patents
Granted by Turning Technologies, LLC
In Favor of Business Development Corporation of America, as Administrative Agent
Recorded July 9, 2015 at Reel 036087 Frame 0207

Issued Patents

Title	Patent No.	Issue Date
SYSTEM AND METHOD FOR DYNAMIC CHANNEL CHANGING	9048962	06/02/15
WIRELESS ASSESSMENT ADMINISTRATION SYSTEM AND PROCESS	8543148	09/24/13
METHOD AND APPARATUS FOR ENGAGING FUNCTIONALITY WITH A COLOR TAG	8478035	07/02/13
DUAL PEN INTERACTIVE WHITEBOARD SYSTEM	8411053	04/02/13
CHARGING AND SECURITY STATION FOR MULTIPLE WIRELESS TABLETS	8294417	10/23/12
AUDIENCE RESPONSE SYSTEM BULK DATA COMMUNICATION	8271011	09/18/12
SYSTEM AND METHOD FOR COMMUNICATING WITH STUDENTS IN AN EDUCATION ENVIRONMENT	7925200	04/12/11
COLLABORATIVE INPUT SYSTEM	6930673	08/16/05
SYSTEM AND METHOD FOR COMMUNICATING WITH STUDENTS IN AN EDUCATION ENVIRONMENT	6895213	05/17/05
POINTER POSITION DETECTION SYSTEM USING A SIGNAL PROCESSOR IN THE POINTER	5856639	01/05/99

NOTICE OF SUCCESSION OF AGENCY (INTELLECTUAL PROPERTY)

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TRADEMARK
REEL: 006329 FRAME: 0189

Pending Applications

Title	Appl. No.	Filing Date
AUDIENCE RESPONSE SYSTEM DATA COMMUNICATION INCORPORATING NON USER SELECTION SIGNALS	14252208 20140220538	04/14/14
WIRELESS CONFIGURABLE KEYPAD SYSTEM AND METHOD	14202040 20140313133	03/10/14
DYNAMIC DATA INTEROPERABILITY GATEWAY	14104478 20140164441	12/12/13
SYSTEM AND METHOD FOR MANAGING AND ADMINISTERING A HIGH STAKES TEST	13768302 20130209982	02/15/13

**Notice of Grant of Security Interest in Trademarks
Granted by Responsive Innovations, LLC
In Favor of Business Development Corporation of America, as Administrative Agent
Recorded July 9, 2015 at Reel 5573 Frame 0232**

Registered Mark

Mark	Reg. No.	Reg. Date
RESPONSECARD	2919489	01/18/05

**Notice of Grant of Security Interest in Trademarks
Granted by Turning Technologies, LLC
In Favor of Business Development Corporation of America, as Administrative Agent
Recorded July 9, 2015 at Reel 5573 Frame 0260**

Registered Marks

Mark	Reg. No.	Reg. Date
TRITON DATA COLLECTION SYSTEM	4438287	11/26/13
MOBI 360	4377140	07/30/13
CUETAG	4373273	07/23/13
10 A DAY	4034942	10/04/11
EINSTRUCTION	3897851	12/28/10
CPS	3829312	08/03/10
CPS PULSE	3829311	08/03/10
EI	3826163	07/27/10
EI COMMUNITY	3815536	07/06/10
QUESTIONPOINT	3796019	06/01/10
QUESTIONPOINT and Design	3790553	05/18/10
EINSTRUCTION	3761039	03/16/10
EINSTRUCTION	3760947	03/16/10
INTERWRITE MOBI	3710051	11/10/09
EI EINSTRUCTION SIMPLE SOLUTIONS. REAL RESULTS. and Design	3702562	10/27/09
EI and Design	3686929	09/22/09
INTERWRITE DUALBOARD	3674249	08/25/09

RESPONSEWARE	3667473	08/11/09
EINSTRUCTION	3658984	07/21/09
Design Only	2981384	08/02/05
Design Only	2981383	08/02/05
TURNING TECHNOLOGIES	2981382	08/02/05
TURNINGPOINT	2929282	03/01/05
INTERWRITE	2760355	09/02/03
EXAMVIEW	2307994	01/11/00

Pending Application

Mark	Appl. No.	Filing Date
INSIGHT 360	85458420	10/27/11

Notice of Grant of Security Interest in Copyrights
Granted by Response Tools, LLC
In Favor of Business Development Corporation of America, as Administrative Agent
Recorded August 14, 2015 at Volume 9927 Doc. No. 236

Registered Copyright

Title	Reg. No.	Reg. Date
Student success report system	TXu001165593	03/04/04

Notice of Grant of Security Interest in Copyrights
Granted by Turning Technologies, LLC
In Favor of Business Development Corporation of America, as Administrative Agent
Recorded August 14, 2015 at Volume 9926 Doc. No. 432

Registered Copyrights

Title	Reg. No.	Reg. Date
Turningpoint 2002	TXu001093724	10/30/02
[Classroom performace system]	TX0006210399	10/14/05
[Classroom performances system, Mac edition]	TX0006210400	10/14/05
Insight 360 software	TX0007552525	06/12/14
Text notes for Grob basic electronics	TX0003799190	01/24/94
Graphics authoring system	TX0001400248	07/31/84
Examview learning series--Grade 3 Math.	TX0006299474	2005
Examview learning series--Grade 4 Math.	TX0006288622	2005
Examview learning series--Grade 5 Math.	TX0006144489	2005
Examview learning series--Grade 6 Math.	TX0006299477	2005
Examview learning series--Grade 7 Math.	TX0006299476	2005
Examview learning series--Grade 8 Math.	TX0006288617	2005
Examview learning series--Grade 9 Math.	TX0006288621	2005
Examview learning series--Grade 10 Math.	TX0006290214	2005
Examview learning series--Grade 8 Social Studies.	TX0006288618	2005
Examview learning series--Grade 10 Social Studies.	TX0006299475	2005
Examview learning series--Grade 11 Social Studies.	TX0006299473	2005

NOTICE OF SUCCESSION OF AGENCY (INTELLECTUAL PROPERTY)

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TRADEMARK
REEL: 006329 FRAME: 0191

Examview learning series--Grade 5 Science.	TX0006290215	2005
Examview learning series--Grade 8 Science.	TX0006288619	2005
Examview learning series--Grade 10 Science.	TX0006288620	2005
Examview learning series--Grade 3 Reading.	TX0006346964	2005
Examview learning series--Grade 4 Reading.	TX0006346965	2005
Examview learning series--Grade 5 Reading.	TX0006346962	2005
Examview learning series--Grade 6 Reading.	TX0006288623	2005
Examview learning series--Grade 7 Reading.	TX0006346966	2005
Examview learning series--Grade 8 Reading.	TX0006290216	2005
Examview learning series--Grade 9 Reading.	TX0006346967	2005
Examview learning series--Grade 10 Reading.	TX0006346963	2005