

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM485517

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Golub Capital Markets, LLC		08/01/2018	Limited Liability Company:

RECEIVING PARTY DATA

Name:	PowerSchool Special Education LLC
Street Address:	150 Parkshore Dr
City:	Folsom
State/Country:	CALIFORNIA
Postal Code:	95630
Entity Type:	Limited Liability Company: VIRGINIA
Name:	Haiku Learning, Inc.
Street Address:	150 Parkshore Dr
City:	folsom
State/Country:	CALIFORNIA
Postal Code:	95630
Entity Type:	Corporation: DELAWARE

PROPERTY NUMBERS Total: 3

Property Type	Number	Word Mark
Registration Number:	4410048	TIENET
Registration Number:	2701050	TIENET
Registration Number:	4631099	HAIKU LEARNING

CORRESPONDENCE DATA

Fax Number: 2128594000

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: 2128598000

Email: mark.konzelmann@friedfrank.com

Correspondent Name: Mark J Konzelmann

Address Line 1: 1 New york plaza

Address Line 2: floor 26

Address Line 4: new york, NEW YORK 10004

CH \$90.00 4410048

NAME OF SUBMITTER:	Mark J Konzelmann
SIGNATURE:	/Mark J Konzelmann/
DATE SIGNED:	08/09/2018
Total Attachments: 3 source=Pinnacle - Payoff (PowerSchool-1L-GolubPwrSchSpEd) - Trademark IP Release#page1.tif source=Pinnacle - Payoff (PowerSchool-1L-GolubPwrSchSpEd) - Trademark IP Release#page2.tif source=Pinnacle - Payoff (PowerSchool-1L-GolubPwrSchSpEd) - Trademark IP Release#page3.tif	

RELEASE OF SECURITY INTEREST IN TRADEMARKS

This RELEASE OF SECURITY INTEREST IN TRADEMARKS, dated as of August 1, 2018 (this "Release"), is made by Golub Capital Markets, LLC (formerly known as GCI Capital Markets LLC), in its capacity as collateral agent (the "Collateral Agent") for the secured parties, in favor of PowerSchool Special Education LLC, a Virginia limited liability company and Haiku Learning, Inc., a Delaware limited liability company (each a "Pledgor" and collectively, the "Pledgors"). Capitalized terms not otherwise defined in this Release shall have the meanings attributed to them in the Trademark Security Agreement (as defined below).

WHEREAS, Pledgors are parties to a First Lien Security Agreement, dated as of July 31, 2015 (as amended, amended and restated, supplemented, waived or otherwise modified from time to time, the "Security Agreement") in favor of the Collateral Agent.

WHEREAS, pursuant to the Security Agreement, Pledgors executed and delivered the First Lien Trademark Security Agreement, dated as of July 8, 2016, in favor of the Collateral Agent, which was recorded in the records of the United States Patent and Trademark Office at Reel 5852, Frame 0806, and Reel 5852, Frame 0554, on August 10, 2016 (the "Trademark Security Agreement").

WHEREAS, pursuant to the Trademark Security Agreement, each Pledgor pledged and granted to the Collateral Agent for the benefit of the Secured Parties a Lien on and security interest in and to all of its right, title and interest in, to and under all of the following: (a) all Trademarks of such Pledgor, including, without limitation, the United States registered Trademarks and applications for Trademark registration, listed on Schedule I attached hereto; (b) all Goodwill associated with such Trademarks; and (c) all Proceeds of any and all of the foregoing (collectively, the "Trademark Collateral").

WHEREAS, the Collateral Agent acknowledges that the conditions for termination of its security interest in the Trademark Collateral have been met, and accordingly, pursuant to Section 4 of the Trademark Security Agreement, the Collateral Agent has agreed to execute this Release.

NOW, THEREFORE, in consideration of the foregoing and for other good and valuable consideration, the receipt of which is hereby acknowledged, the Collateral Agent hereby releases and terminates in its entirety its Lien on and security interest in and to the Trademark Collateral, and discharges, quit claims, and relinquishes unto each Pledgor, and re-assigns to each Pledgor, as applicable, any and all right, title or interest it may have in, to, or under the Trademark Collateral of such Pledgor.

[Signature Page Follows]

IN WITNESS WHEREOF, Collateral Agent has caused this Release to be executed and delivered by its duly authorized officer as of the date first set forth above.


GOLUB CAPITAL MARKETS, LLC.
(formerly known as GCI Capital Markets
LLC), as Collateral Agent

By: 

Name: Robert Tschscherer

Title: Managing Director

SCHEDULE I

Mark	Registration Number or Application Number	Filing Date/Issued Date	Record Owner
 TIENET	4,410,048	10/1/2013	PowerSchool Special Education LLC
TIENET	2,701,050	3/25/2003	PowerSchool Special Education LLC
Haiku Learning	4631099	8/19/2014	Haiku Learning, Inc.