

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM545991

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	RELEASE OF SECURITY INTEREST		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
MIDCAP FINANCIAL TRUST, as Administrative Agent		10/18/2019	Statutory Trust: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	SELECT INTELLECTUAL, LLC		
<b>Street Address:</b>	611 N. Brand Blvd., 10th Floor		
<b>City:</b>	Glendale		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	91203		
<b>Entity Type:</b>	Limited Liability Company: PENNSYLVANIA		
<b>PROPERTY NUMBERS Total: 18</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	87612443	TASKDNA	
<b>Registration Number:</b>	3526538	SELECT ASSESSMENT	
<b>Registration Number:</b>	3526997	SELECT SALESPRO	
<b>Registration Number:</b>	3681287	ROADWORTHY	
<b>Registration Number:</b>	3710290	SECUREFIT	
<b>Registration Number:</b>	3765082	SERVICEFIT	
<b>Registration Number:</b>	2351318	SELECT INTERNATIONAL	
<b>Registration Number:</b>	3874699	PROFIT	
<b>Registration Number:</b>	4885706	365 IS THE NEW 360	
<b>Registration Number:</b>	4915042	SUCCESS COACH	
<b>Registration Number:</b>	2448608	SELECT INTERNATIONAL	
<b>Registration Number:</b>	2487355	SELECT INTERVIEWING	
<b>Registration Number:</b>	4046957	NURSEFIT	
<b>Registration Number:</b>	2605847	EZAPP	
<b>Registration Number:</b>	2605848	SELECTRAK	
<b>Registration Number:</b>	5290187	SAFETYDNA	
<b>Registration Number:</b>	3300635	SELECT INTERNATIONAL	
<b>Registration Number:</b>	3300639	SELECT INTERNATIONAL	

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**CORRESPONDENCE DATA****Fax Number:** 6175269899*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:** 6175269628**Email:** cslattery@proskauer.com**Correspondent Name:** Christine Slattery**Address Line 1:** Proskauer Rose LLP**Address Line 2:** One International Place, 23rd Floor**Address Line 4:** Boston, MASSACHUSETTS 02110

<b>ATTORNEY DOCKET NUMBER:</b>	11964 / 090
<b>NAME OF SUBMITTER:</b>	Christine Slattery
<b>SIGNATURE:</b>	/Christine Slattery/
<b>DATE SIGNED:</b>	10/21/2019

**Total Attachments: 7**

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**RELEASE OF TRADEMARK SECURITY AGREEMENT**

THIS RELEASE OF TRADEMARK SECURITY AGREEMENT dated as of October 18, 2019 (this “Release”) is made by MIDCAP FINANCIAL TRUST, acting in its capacity as (i) administrative agent (in such capacity, the “First Lien Administrative Agent”) for the Lenders party to that certain First Lien Credit and Guaranty Agreement, dated as of January 20, 2017 (as amended, restated, amended and restated, supplemented or otherwise modified from time to time, the “First Lien Credit Agreement”), among PSI SERVICES LLC, a Delaware limited liability company (“Borrower”), LIFELONG LEARNER HOLDINGS, LLC, a Delaware limited liability company (“Holdings”), the other Subsidiaries of Holdings from time to time party thereto, the Lenders from time to time party thereto, and First Lien Administrative Agent and (ii) administrative agent (in such capacity, the “Second Lien Administrative Agent” and together with its capacity as First Lien Administrative Agent, the “Administrative Agent”) for the Lenders party to that certain Second Lien Credit and Guaranty Agreement, dated as of January 20, 2017 (as amended, restated, amended and restated, supplemented or otherwise modified from time to time, the “Second Lien Credit Agreement”, and together with the First Lien Credit Agreement, the “Credit Agreements”), among Borrower, Holdings, the other Subsidiaries of Holdings from time to time party thereto, the Lenders from time to time party thereto, and Second Lien Administrative Agent under (x) that certain Trademark Security Agreement, dated as of May 3, 2018 (as amended, restated, amended and restated, supplemented or otherwise modified and in effect from time to time, the “1L Trademark Security Agreement”) by and between SELECT INTELLECTUAL, LLC, a Pennsylvania limited liability company with an address of 611 N. Brand Blvd., 10th Floor Glendale, CA 91203 (the “Grantor”) and the First Lien Administrative Agent and (y) that certain Trademark Security Agreement, dated as of May 3, 2018 (as amended, restated, amended and restated, supplemented or otherwise modified and in effect from time to time, the “2L Trademark Security Agreement” and together with the 1L Trademark Security Agreement, collectively, the “Trademark Security Agreements”) by and between Grantor and Second Lien Administrative Agent. All capitalized terms used but not otherwise defined herein have the meanings given to them in the Trademark Security Agreements or the Credit Agreements, as applicable.

WHEREAS, pursuant to (i) the 1L Trademark Security Agreement which was recorded in the records of the United States Patent and Trademark Office on May 3, 2018 at reel 6361, frame 0352 and (ii) the 2L Trademark Security Agreement which was recorded in the records of the United States Patent and Trademark Office on May 3, 2018 at reel 6325, frame 0401, the Grantor granted to the Administrative Agent, for the benefit of the respective Lenders under the Credit Agreements, a continuing security interest in the Grantor’s right, title and interest in, to and under its owned or thereafter acquired trademarks, including those set forth on the attached Schedule A (the “Trademark Collateral”);

WHEREAS, pursuant to those certain Payoff Letters, dated as of October 18, 2019, by and between, the Borrower and the Administrative Agent, the Grantor has requested and the Administrative Agent has agreed to provide a document suitable for recording in the United States Patent and Trademark Office evidencing and effecting the release, relinquishment and discharge of its security interest in the Trademark Collateral (the “Released Collateral”).

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Administrative Agent does hereby, in each case, without recourse, representation or warranty of any kind whatsoever, (a) terminate the security interest created under the Trademark Security Agreements in the Released Collateral, (b) release its security interest in the Released Collateral, and (c) discharge any and all rights, title and interest it has in and the security interest granted to the Administrative Agent in the Released Collateral.

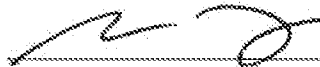
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**IN WITNESS WHEREOF**, Administrative Agent has caused this Release to be executed and delivered by its duly authorized officer as of the date first set forth above.

**MIDCAP FINANCIAL TRUST**, as  
Administrative Agent

By: Apollo Capital Management, L.P.,  
its investment manager

By: Apollo Capital Management GP, LLC,

By:   
Name: Maurice Amsellem  
Title: Authorized Signatory

**SCHEDULE A**

**Trademark Collateral**

<b>Grantor</b>	<b>Mark</b>	<b>Goods and Services</b>	<b>Appl. No.</b>	<b>Appl. Date</b>	<b>Reg. No.</b>	<b>Reg. Date</b>
Select Intellectual, LLC	TASKDNA	posters, printed information graphics, placards, informational cards and signs of paper and cardboard in the field of workplace safety and safety awareness	87612443	9/18/17	N/A	N/A
Select Intellectual, LLC	Select Assessment	Business services, namely, providing assessment services via the Internet for measuring the skills and knowledge of employee candidates	77291370	9/28/2007	3,526,538	11/04/2008
Select Intellectual, LLC	Select Salespro	Business services, namely, providing assessment services via the Internet for measuring the skills and knowledge of employee candidates.	77417462	3/10/2008	3,526,997	11/04/2008
Select Intellectual, LLC	Roadworthy	Business services, namely, providing personnel selection and assessment services by identifying, and screening of employment skills of truck driver candidates.	77581260	9/29/2008	3,681,287	09/08/2009
Select Intellectual, LLC	Securefit	Business services, namely, providing personnel selection and assessment services by identifying, and screening of employment skills of employee candidates	77619753	11/21/2008	3,710,290	11/10/2009
Select Intellectual, LLC	Servicefit	Business services, namely, providing personnel selection and assessment services by identifying, and screening of employment skills of employee candidates.	77672953	2/18/2009	3,765,082	03/23/2010

Select Intellectual, LLC	Select International (design plus words)	Consulting services on personnel management, specifically excluding the provision of employee recruitment and employee placement services.	75542698	8/25/1998	2,351,318	05/23/2000
Select Intellectual, LLC	PrōFit	Business services, namely, providing personnel selection and assessment services by identifying, and screening of employment skills of employee candidates.	77850205	10/16/2009	3,874,699	11/09/2010
Select International, LLC	365 is the new 360	Providing professional feedback services informally and continually in the nature of business networking of peer-to-peer learning groups to assist business leaders selected from their circle of business contacts.	86657418	6/10/2015	4,885,706	01/12/2016
Select International, LLC	Success Coach	Providing a secure web site featuring technology that enables business leaders to get feedback and personal coaching from their circle of business contacts on a real-time, frequent basis	86511980	1/23/2015	4,915,042	03/08/2016
Select International, LLC	Select International (typed drawing)	Consulting services on personnel management *, specifically excluding the provision of employee recruitment and employee placement services	2448608	5/8/2011	2,448,608	05/08/2001
Select International, LLC	Select Interviewing	business consultation, namely providing structured interviewing technology for job	<b>2487355</b>	6/19/2001	2,487,355	09/11/2001

		candidate assessment.				
Select Intellectual, LLC	Nursefit	Business services, namely, providing personnel selection and assessment services by identifying, and screening of employment skills of employee candidates	85209944	1/4/2011	4,046,957	10/25/2011
Select International, LLC	EZAPP	PROVIDING USER ACCESS TO TOUCH-TONE TELEPHONE AND ONLINE WEB-BASED SOFTWARE THAT TESTS, ASSESSES, AND EVALUATES JOB CANDIDATES	76246531	4/26/2001	2,605,847	08/06/2002
Select Intellectual, LLC	Selectrak	PROVIDING USER ACCESS TO ONLINE WEB-BASED SOFTWARE THAT STORES, TRACKS, MEASURES, AND RANKS JOB CANDIDATE TESTS, ASSESSMENTS, AND EVALUATIONS.	76246532	4/26/2001	2,605,848	08/06/2002
Select Intellectual, LLC	SAFETYDNA	Printed educational test materials, instructions, manuals, brochures, education materials and informational cards and sheets regarding workplace safety and safety awareness.	87317898	1/30/2017	5,290,187	09/19/2017
Select Intellectual, LLC	365 is the new 360	Providing professional feedback services informally and continually in the nature of business networking of peer-to-peer learning groups to assist business leaders selected from their circle of business contacts.	86657418	1/10/2015	4,885,706	01/12/2016



Select Intellectual, LLC	Success Coach	Providing a secure web site featuring technology that enables business leaders to get feedback and personal coaching from their circle of business contacts on a real-time, frequent basis.	86511980	1/23/2015	4,915,042	03/08/2016
Select Intellectual, LLC	Select International	Personnel management consultation services.	76671782	1/25/2007	3,300,635	10/02/2007
Select Intellectual, LLC	Select International (design plus words)	Personnel management consultation services.	76671929	1/29/2007	3,300,639	10/02/2007