

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM559338

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTERESTS IN TRADEMARKS - Release of Reel 6281 Frame 0349

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
WELLS FARGO BANK, NATIONAL ASSOCIATION, as Agent		01/27/2020	National Banking Association: UNITED STATES

RECEIVING PARTY DATA

Name:	Curriculum Associates, LLC
Street Address:	153 Rangeway Road
City:	North Billerica
State/Country:	MASSACHUSETTS
Postal Code:	01862
Entity Type:	Limited Liability Company: MASSACHUSETTS

PROPERTY NUMBERS Total: 28

Property Type	Number	Word Mark
Registration Number:	5170937	READY CENTRAL
Registration Number:	4060077	STAMS SOLVE
Registration Number:	4256190	I-READY
Registration Number:	4294324	READY
Registration Number:	2320672	CARS
Registration Number:	4623924	THE WORLD'S WORST PET
Registration Number:	1145731	BRIGANCE
Registration Number:	5081666	I-READY CENTRAL
Registration Number:	2674647	STAMS
Registration Number:	2674644	STARS
Registration Number:	2688590	CA101
Registration Number:	2708680	EXTENSIONS IN READING
Registration Number:	2731724	PASSAGeways
Registration Number:	2736061	CAMS
Registration Number:	2763385	QUICK-MATH
Registration Number:	1797802	CURRICULUM ASSOCIATES
Registration Number:	1844362	QUICK-WORD

CH \$715.00 5170937

Property Type	Number	Word Mark
Registration Number:	2962541	
Registration Number:	2980258	WRITE!
Registration Number:	3013070	QUICK-WRITE
Registration Number:	1978281	TEST READY
Registration Number:	3138002	PALABRA LISTA
Registration Number:	4141190	MOTION MATH
Registration Number:	5354979	QUICK-SPELL
Registration Number:	4503192	QUESTIMATE!
Serial Number:	87752100	
Serial Number:	87671376	VICTOR FIXER
Serial Number:	87671364	SNARGG SPLATT

CORRESPONDENCE DATA

Fax Number: 2123108007

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: 2123108000

Email: juan.arias@weil.com

Correspondent Name: KYLE BRUMM

Address Line 1: Weil, Gotshal & Manges LLP

Address Line 2: 767 Fifth Avenue

Address Line 4: New York, NEW YORK 10153

ATTORNEY DOCKET NUMBER:	K. Brumm - 71620.0146
NAME OF SUBMITTER:	Kyle Brumm
SIGNATURE:	/KYLE BRUMM/
DATE SIGNED:	01/28/2020

Total Attachments: 10

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RELEASE OF SECURITY INTEREST IN TRADEMARKS

This **RELEASE OF SECURITY INTEREST IN TRADEMARKS** (this “Release”) is made as of January 27, 2020 (“Effective Date”), by **WELLS FARGO BANK, NATIONAL ASSOCIATION**, in its capacity as administrative agent for the Secured Parties (in such capacity, together with its successors and assigns, in such capacity, “Agent”), in favor of **CRC HOLDCO, LLC**, a Delaware limited liability company, (formerly known as CRC Holdco Corporation), and **CURRICULUM ASSOCIATES, LLC**, a Massachusetts limited liability company, (each of the foregoing, a “Grantor”; and collectively, the “Grantors”). All capitalized terms used but not otherwise defined herein have the meanings given to them in the Security Agreement (as defined below) or, if not defined therein, in the Credit Agreement (as defined below).

WHEREAS, reference is made to that certain Credit Agreement, dated as of February 28, 2018 (as amended by that certain Amended and Restated Credit Agreement, dated as of September 18, 2019, by and among the Grantors, Agent and certain other parties thereto, as further amended, restated, amended and restated, supplemented, or otherwise modified from time to time, the “Amended and Restated Credit Agreement”), by and among the Grantors, Agent and certain other parties thereto (the “Credit Agreement”);

WHEREAS, pursuant to the Credit Agreement, the Grantors and Agent entered into that certain Security Agreement dated as of February 28, 2018 (as amended, restated, amended and restated, supplemented, or otherwise modified from time to time, the “Security Agreement”);

WHEREAS, pursuant to the Security Agreement, the Grantors and Agent entered into (i) that certain Trademark Security Agreement, dated as of February 28, 2018, which was recorded with the United States Patent and Trademark Office, (the “USPTO”) on February 28, 2018 at Reel 6281, Frame 0349; (ii) that certain Trademark Security Agreement, dated as of June 28, 2018, which was recorded with the USPTO on July 3, 2018 at Reel 6370, Frame 0956; (iii) that certain Trademark Security Agreement, dated as of April 30, 2019, which was recorded with the USPTO on May 8, 2019 at Reel 6640, Frame 0926; (iv) that certain Trademark Security Agreement, dated as of May 14, 2019, which was recorded with the USPTO on May 15, 2019 at Reel 6646, Frame 0265; and (v) that certain Trademark Security Agreement, dated as of September 18, 2019, which was recorded with the USPTO on September 18, 2019 at Reel 6748, Frame 0815 (each as amended, restated, amended and restated, supplemented, or otherwise modified and in effect from time to time, collectively, the “Trademark Security Agreements”);

WHEREAS, pursuant to the terms of the Trademark Security Agreements, each Grantor granted, assigned, and pledged to Agent, for the benefit of the Secured Parties, to secure the Secured Obligations, a continuing security interest in all of such Grantor’s right, title, and interest in and to all of its Trademarks, whether then owned or thereafter acquired or arising, including without limitation those Trademarks listed on **Schedule I** attached hereto (the “Trademark Collateral”); and

WHEREAS, Agent now desires to release its security interest in the Trademark Collateral, including, without limitation, the trademark registrations and applications listed on **Schedule I** hereto.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Agent hereby covenants and agrees as follows:

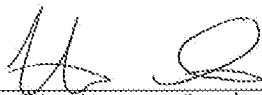
1. Terminates, releases, and, discharges its security interest in the Trademark Collateral granted pursuant to the Trademark Security Agreements, and reassigns to each Grantor all right, title, and interest that Agent may have in the Trademark Collateral pursuant to the Trademark Security Agreements; and

2. Agrees to duly execute, acknowledge, procure, and deliver any further documents and to do such other acts, in each case at the Grantors expense, as may be reasonably necessary to effect the release of the security interest in the Trademark Collateral contemplated hereby.

[Signature Page Follows]

IN WITNESS WHEREOF, Agent has caused this Release to be executed by its duly authorized representative as of the Effective Date.

WELLS FARGO BANK, NATIONAL
ASSOCIATION, as Agent

By: 
Name: Matthew Sands
Title: Authorized Signatory

[SIGNATURE PAGE TO RELEASE OF SECURITY INTEREST IN TRADEMARKS]



TRADEMARK
REEL: 006848 FRAME: 0876

SCHEDULE I
to
RELEASE OF SECURITY INTEREST IN TRADEMARKS


[See attached]

**Release to Trademark Security Agreement
dated as of February 28, 2018 and recorded on February 28, 2018
at Reel: 6281 Frame: 0349**


Curriculum Associates, LLC Trade marks

Mark	Registration Number
READY CENTRAL	5,170,937
STAMS SOLVE	4,060,077
I-READY	4,256,190
READY	4,294,324
CARS	2,320,672
THE WORLD'S WORST PET	4,623,924
BRIGANCE	1,145,731
I-READY CENTRAL	5,081,666
STAMS	2,674,647
STARS	2,674,644
CA101	2,688,590
EXTENSIONS IN READING	2,708,680
PASSAGEWAYS	2,731,724
CAMS	2,736,061
QUICK-MATH	2,763,385
CURRICULUM ASSOCIATES	1,797,802
QUICK-WORD	1,844,362
C Design (logo) 	2,962,541
WRITE! (stylized) 	2,980,258
QUICK-WRITE	3,013,070
TEST READY	1,978,281
PALABRA LISTA	3,138,002
MOTION MATH	4,141,190
QUICK-SPELL	5,354,979
QUESTIMATE!	4,503,192
STAMS SOLVE	4,060,077




Curriculum Associates has applied for the following pending trademark registrations:

Applied Mark	Serial Number
PLORY (character) 	87752100
VICTOR FIXER	87671376
SNARGG SPLATT	87671364

Release to Trademark Security Agreement
dated as of June 28, 2018 and recorded on July 3, 2018
at Reel: 6370 Frame: 0956




<u>Trademark</u>	<u>Registration Number</u>
PLORY (character) 	5497930
VICTOR FIXER	5485492
SNARGG SPLATT	5486489

Trademark applications filed with the U.S. Patent and Trademark Office since the Closing Date:

<u>Trademark</u>	<u>Application Serial Number</u>
SNARGG (character) 	87908261
Cube Design (logo) 	87940397
YOOP (character) 	87908252

Note that where designs are provided above, the names/descriptors are not included as part of the trademark registration or application—they are provided here for reference only.

**Release to Trademark Security Agreement
dated as of April 30, 2019 and recorded on May 8, 2019
at Reel: 6640 Frame: 0926**

<u>Trademark</u>	<u>Registration Number</u>
SNARGG (character) 	5632595
YOOP (character) 	5647191
 (Cube Design)	5,633,004

Note that where designs are provided above, the names/descriptors are not included as part of the trademark registration or application—they are provided here for reference only.

**Release to Trademark Security Agreement
dated as of May 14, 2019 and recorded on May 15, 2019
at Reel: 6646 Frame: 0265**

New Trademark Registration Application Filed by Curriculum Associates, LLC

Trademark

Registration Number

Ready Classroom

88415294

**Release to Trademark Security Agreement
dated as of September 18, 2019 and recorded on September 18, 2019
at Reel: 6748 Frame: 0815**

Registered Owner	Mark	Serial Number/ Registration Number	Filing Date/ Date of Registration
CURRICULUM ASSOCIATES, LLC	CLOUD MACHINE	88571532	08/08/2019