

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM572507

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNMENT OF TRADEMARK SECURITY AGREEMENT		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
TWIN BROOK CAPITAL PARTNERS, LLC, as Agent		04/17/2020	Limited Liability Company: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	ACADEMIC PROGRAMS INTERNATIONAL HOLDINGS, LLC		
<b>Street Address:</b>	401 N. Michigan Avenue, Suite 3300		
<b>City:</b>	Chicago		
<b>State/Country:</b>	ILLINOIS		
<b>Postal Code:</b>	60611		
<b>Entity Type:</b>	Limited Liability Company: DELAWARE		
<b>PROPERTY NUMBERS Total: 4</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4477762	CULTURAL EMBRACE	
<b>Registration Number:</b>	4248980	LEARNING TRANSFORMED. LIFE TRANSFORMING.	
<b>Registration Number:</b>	3849157	API	
<b>Registration Number:</b>	3849158	ACADEMIC PROGRAMS INTERNATIONAL	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	3128637806		
<i>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.</i>			
<b>Phone:</b>	3128637198		
<b>Email:</b>	nancy.brougher@goldbergkohn.com		
<b>Correspondent Name:</b>	Nancy J. Brougher, Paralegal		
<b>Address Line 1:</b>	c/o Goldberg Kohn Ltd.		
<b>Address Line 2:</b>	55 East Monroe, Suite 3300		
<b>Address Line 4:</b>	Chicago, ILLINOIS 60603		
<b>ATTORNEY DOCKET NUMBER:</b>	7428.034		
<b>NAME OF SUBMITTER:</b>	Nancy Brougher		
<b>SIGNATURE:</b>	/njb/		
<b>DATE SIGNED:</b>	04/17/2020		
<b>Total Attachments: 4</b>			

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## ASSIGNMENT OF TRADEMARK SECURITY AGREEMENT

This ASSIGNMENT OF TRADEMARK SECURITY AGREEMENT (this "Assignment"), dated as of April 17, 2020, is by **TWIN BROOK CAPITAL PARTNERS, LLC**, in its capacity as agent (the "Retiring Agent"), and **ACADEMIC PROGRAMS INTERNATIONAL HOLDINGS, LLC**, a Delaware limited liability company (the "Successor Agent").

### RECITALS:

WHEREAS, **ACADEMIC PROGRAMS INTERNATIONAL, LLC**, a Delaware corporation (formerly known as **API OpCo, LLC**, the "Borrower"), and Retiring Agent are parties to that certain Trademark Security Agreement dated as of May 25, 2018 and recorded with the United States Patent and Trademark Office on May 31 2018 at Reel/Frame 6339/0630 (as in effect on the date hereof, the "Agreement") covering certain trademarks set forth on Schedule A attached hereto;

WHEREAS, pursuant to that certain Agreement Regarding Agency Resignation, Appointment and Acceptance dated as of April 17, 2020, entered into by and among Borrower, Retiring Agent and Successor Agent, Retiring Agent has assigned to Successor Agent all of its rights, remedies, duties and other obligations under, among other documents, the Agreement.

In consideration of the foregoing, and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Retiring Agent hereby assigns and transfers to the Successor Agent and its successors and assigns, all of its rights, title and interest in and to the Agreement.

This Assignment may be executed in any number of counterparts, each of which when so executed shall be deemed an original and all of which taken together shall constitute one and the same instrument.

*[signature page follows]*

IN WITNESS WHEREOF, the Retiring Agent and the Successor Agent have caused this Assignment to be duly executed as of the date first above written.

**Retiring Agent:**

**TWIN BROOK CAPITAL PARTNERS, LLC**

By 

Name: Drew Guyette

Title: Chief Credit Officer

**Successor Agent:**

**ACADEMIC PROGRAMS INTERNATIONAL  
HOLDINGS, LLC**

By **Shoshana Vernick**  
Name Shoshana Vernick  
Title President

Schedule A

**Trademarks**

<b>MARK</b>	<b>REGISTRATION NUMBER</b>	<b>DATE</b>	<b>OWNER INFORMATION</b>
CULTURAL EMBRACE	Reg. 4477762	Reg. 04-FEB-2014	ACADEMIC PROGRAMS INTERNATIONAL, LLC
LEARNING TRANSFORMED. LIFE TRANSFORMING.	Reg. 4248980	Reg. 27-NOV-2012	ACADEMIC PROGRAMS INTERNATIONAL, LLC
API	Reg. 3849157	Reg. 21-SEP-2010	ACADEMIC PROGRAMS INTERNATIONAL, LLC
ACADEMIC PROGRAMS INTERNATIONAL	Reg. 3849158	Reg. 21-SEP-2010	ACADEMIC PROGRAMS INTERNATIONAL, LLC