

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM645853

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
VANDELAY EDUCATION, LLC		05/11/2021	Limited Liability Company: TEXAS
RECEIVING PARTY DATA			
Name:	SARATOGA INVESTMENT CORP. SBIC II LP, as Administrative Agent		
Street Address:	535 Madison Avenue		
Internal Address:	4th Floor		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10022		
Entity Type:	Limited Partnership: NEW YORK		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	4395931	VANDELAYEDUCATION	
CORRESPONDENCE DATA			
Fax Number:	7043311159		
<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>			
Phone:	7043311000		
Email:	PTO_TMconfirmation@mvalaw.com, maryelizabethzaldivar@mvalaw.com		
Correspondent Name:	Moore & Van Allen PLLC		
Address Line 1:	100 North Tryon Street		
Address Line 2:	Suite 4700, ATTN: IP DEPARTMENT		
Address Line 4:	Charlotte, NORTH CAROLINA 28202		
ATTORNEY DOCKET NUMBER:	036806.000088		
NAME OF SUBMITTER:	John Slaughter		
SIGNATURE:	/john slaughter/		
DATE SIGNED:	05/11/2021		
Total Attachments: 4			
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NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

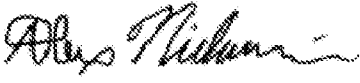
Please be advised that pursuant to the Security and Pledge Agreement dated as of May 11, 2021 (as the same may be amended, modified, restated or supplemented from time to time, the “Security Agreement” – capitalized terms used but not defined herein have the meanings ascribed therein) by and among the Grantors from time to time party thereto (each a “Grantor” and collectively, the “Grantors”) and SARATOGA INVESTMENT CORP. SBIC II LP, as administrative agent (including any successor, participant, assignee or transferee thereof, “Administrative Agent”), the undersigned Grantor has granted a continuing security interest in such Grantor’s right, title and interest in and to the Trademarks, including the trademarks set forth on Schedule 1 attached hereto, to the Administrative Agent, for the ratable benefit of the Lenders, to secure the prompt payment and performance in full when due of the Secured Obligations.

The undersigned Grantor and the Administrative Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the trademarks set forth on Schedule 1 attached hereto (i) may only be terminated in accordance with the terms of the Security Agreement, (ii) is not to be construed as an assignment of any trademark, and (iii) in the event of any conflict between the terms of this notice and the terms of the Security Agreement, the terms of the Security Agreement shall govern. This notice may be executed in counterparts, each of which will be deemed an original, but all of which together constitute one and the same original.

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Very truly yours,

VANDELAY EDUCATION, LLC,
a Texas limited liability company

By: 
Name: Alex Nichamin
Title: Vice President and Secretary

[signatures pages continue]

Acknowledged and Accepted:

SARATOGA INVESTMENT CORP. SBIC II LP

By: Saratoga Investment Corp. GP, LLC,
its General Partner

By: Saratoga Investment Corp.,
as Manager of the General Partner

By: _____

Name: Charles G. Phillips IV

Title: Managing Director

Schedule 1

**Vandelay Education, LLC
(Texas Limited Liability Company)**

U.S. Trademark

Trademark Registration

Mark	Reg. No.	Reg. Date
VANDELAYEDUCATION	4395931	09/03/2013