

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM681023

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Graduation Alliance, Inc.		09/21/2021	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	Wells Fargo Bank, N.A.		
Street Address:	2030 Main Street, 7th Floor		
City:	IRVINE		
State/Country:	CALIFORNIA		
Postal Code:	92614		
Entity Type:	National Banking Association: DELAWARE		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	5014844	WORKFORCE DIPLOMA	
Registration Number:	4312722	TAA	
Registration Number:	4579476	GRADUATION ALLIANCE	
Registration Number:	2993337	CONNECT!	
CORRESPONDENCE DATA			
Fax Number:	6175236850		
<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:	617-523-2700		
Email:	susan.dinicola@hklaw.com,michelle.diaz@hklaw.com		
Correspondent Name:	Holland & Knight LLP		
Address Line 1:	10 St. James Avenue		
Address Line 4:	Boston, MASSACHUSETTS 02116		
NAME OF SUBMITTER:	Susan C. DiNicola		
SIGNATURE:	/Susan C. DiNicola/		
DATE SIGNED:	10/14/2021		
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 Agreement dated as of September 21, 2021 (as amended, modified, extended, restated, renewed, replaced, or supplemented from time to time, the "Agreement") between Graduation Alliance, Inc. (the "Debtor") and Wells Fargo Bank, N.A., as lender (the "Bank"), the Debtor has granted a continuing security interest in and continuing lien upon the trademarks and trademark applications shown on Schedule 1 attached hereto to and for the benefit of the Bank.

The Debtor and the Bank hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (a) may only be terminated in accordance with the terms of the Agreement and (b) is not to be construed as an assignment of any trademark or trademark application.

[SIGNATURE PAGES FOLLOW]

Very truly yours,

DEBTOR

GRADUATION ALLIANCE, INC.


By: _____


Nancy Lundy Cusimano

Title: Chief Financial Officer

Acknowledged and Accepted:

WELLS FARGO BANK, N.A.,
as Lender

By: 
Name: Steve Lowe
Title: SVP

[Signature Page - Notice of Security Interest in Trademarks]

SCHEDULE 1

Mark	App. No.	App. Date	Reg. No.	Reg. Date	Owner
WORKFORCE DIPLOMA	86738615	August 27, 2015	FEDTM 5014844	August 02, 2016	Graduation Alliance, Inc.
TAA	85696979	August 07, 2012	FEDTM 4312722	April 02, 2013	Graduation Alliance, Inc.
GRADUATION ALLIANCE	86136969	December 06, 2013	FEDTM 4579476	August 05, 2014	Graduation Alliance, Inc.
CONNECT!	78384320	March 15, 2004	FEDTM 2993337	September 06, 2005	Graduation Alliance, Inc.