

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM695209

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE OF INTELLECTUAL PROPERTY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
ALLY BANK, as administrative agent		12/15/2021	Corporation: DELAWARE

RECEIVING PARTY DATA

Name:	CATAPULT LEARNING, LLC
Street Address:	150 Rouse Blvd
Internal Address:	Suite 210
City:	Philadelphia
State/Country:	PENNSYLVANIA
Postal Code:	19112
Entity Type:	Limited Liability Company: DELAWARE
Name:	MILBURN ACADEMY, INC.
Street Address:	150 Rouse Blvd
Internal Address:	Suite 210
City:	Philadelphia
State/Country:	PENNSYLVANIA
Postal Code:	19112
Entity Type:	Corporation: VIRGINIA
Name:	SPECIALIZED EDUCATION SERVICES, INC.
Street Address:	150 Rouse Blvd
Internal Address:	Suite 210
City:	Philadelphia
State/Country:	PENNSYLVANIA
Postal Code:	19112
Entity Type:	Corporation: DELAWARE

PROPERTY NUMBERS Total: 83

Property Type	Number	Word Mark
Serial Number:	87600927	DESERT BREEZE TRANSPORTATION
Serial Number:	87600964	DESERT HEIGHTS ACADEMY TRANSITIONING STU
Serial Number:	87437124	MILBURN ACADEMY
Serial Number:	87437161	MILBURN ACADEMY

Property Type	Number	Word Mark
Registration Number:	5209459	ALLIANCE
Registration Number:	5252839	PDHUB
Registration Number:	5171706	ACHIEVE HIGH SCHOOL
Registration Number:	5186652	CATAPULT LEARNING LEADERSHIP INSTITUTES
Registration Number:	5186653	ACHIEVEREADINGFLEX
Registration Number:	5176546	COACHING CONNECTIONS
Registration Number:	5186651	READING TO WRITE
Registration Number:	5361634	LESSONHUB
Registration Number:	5186636	NESI
Registration Number:	5227314	THE CENTER FOR AUTISM & DYSLEXIA
Registration Number:	5371065	FIVE STAR DIPLOMA
Registration Number:	5072075	
Registration Number:	5381232	OBSERVATIONS + WALKTHROUGHS FOR LEARNING
Registration Number:	5144718	OWL OBSERVATIONS + WALKTHROUGHS FOR LEAR
Registration Number:	5018079	OWL
Registration Number:	5022641	OWL
Serial Number:	86826114	CATAPULT ACADEMY
Serial Number:	86826196	CATAPULT ACADEMY EARN YOUR DIPLOMA
Serial Number:	86826230	CATAPULTACADEMY EARN YOUR DIPLOMA
Serial Number:	86804471	CATAPULT LEARNING SUMMER JOURNEY
Serial Number:	86804418	SUMMER JOURNEY
Registration Number:	5025425	FOCUS ON ACHIEVEMENT
Registration Number:	4950352	SESI
Registration Number:	4950350	SESI
Registration Number:	2939094	ACHIEVEREADING
Registration Number:	4950125	CAPITAL ACADEMY
Registration Number:	4950126	HIGH ROAD ACADEMY
Registration Number:	4950127	HIGH ROAD SCHOOL
Registration Number:	4950130	ANTHONY WAYNE ACADEMY
Registration Number:	4950136	SPECIALIZED EDUCATION SERVICES, INC.
Registration Number:	4950135	SESI
Registration Number:	4967845	WILLIAM C. GOODRIDGE ACADEMY
Registration Number:	5319880	ABLE ACADEMIC, BEHAVIORAL & LIFE SKILLSE
Registration Number:	5319879	ABLE ACADEMIC, BEHAVIORAL & LIFE SKILLSE
Registration Number:	5016028	NEW HOPE ACADEMY
Registration Number:	5043864	SIERRA SCHOOLS
Registration Number:	5043863	SIERRA ACADEMIES
Registration Number:	4940889	SPRINGALL ACADEMY

Property Type	Number	Word Mark
Registration Number:	4940888	RIVERS BEND ACADEMY
Serial Number:	86704170	EVALUATE CONNECT · IMPROVE · ACHIEVE
Serial Number:	86690721	GRADLADDER
Serial Number:	86662825	EVALUATE
Registration Number:	4781721	CATAPULT LEARNING
Registration Number:	4781725	CATAPULT LEARNING
Registration Number:	4819209	ECATAPULT
Registration Number:	5156511	CORECONNECTS ENGLISH LANGUAGE ARTS
Registration Number:	5156510	CORECONNECTS MATHEMATICS
Registration Number:	5301826	CORE CONNECTS
Serial Number:	86309536	CORECONNECTS
Registration Number:	4608899	CATAPULT LEARNING COMMON CORE INTERIM TE
Registration Number:	4608895	CLCCIT
Registration Number:	4447928	SUMMER LEARNING LEAP
Registration Number:	4523623	DISCIPLINARY LITERACY FOR THE COMMON COR
Registration Number:	4550398	DISCOVER THE CORE
Registration Number:	4566598	READUP
Registration Number:	4752401	ESOURCE
Registration Number:	4439559	MIDDLETON ACADEMY
Registration Number:	4439560	M MIDDLETON ACADEMY
Registration Number:	4675664	FIVE STRAND DESIGN
Registration Number:	4294356	ACHIEVEWRITING
Registration Number:	4247616	EARLYLEARNERS
Registration Number:	4294355	ACHIEVE STUDY SKILLS
Registration Number:	4294357	ACHIEVE SCIENCE
Registration Number:	4284780	ACHIEVE ENGLISH
Registration Number:	4284781	ACHIEVE MATH
Registration Number:	4051766	EDISON LEARNING ALLIANCE
Registration Number:	4005056	MILBURN HIGH SCHOOL ONLINE
Registration Number:	3778690	LEARNING FORCE
Registration Number:	3645427	READING FORCE
Registration Number:	3645426	MATH FORCE
Registration Number:	3455342	DEVELOPING EXPERT READERS
Registration Number:	3230683	MY DATA FIRST
Registration Number:	3340920	DEVELOPING EXPERT READING TEACHERS
Registration Number:	3008829	NEWTON LEARNING
Registration Number:	3450027	CATAPULT LEARNING
Registration Number:	2717006	LITERACY FIRST

Property Type	Number	Word Mark
Registration Number:	2638273	CAREER STARTERS
Registration Number:	2336006	LITERACY FIRST PROCESS
Registration Number:	2059068	RICHARD MILBURN HIGH SCHOOL

CORRESPONDENCE DATA

Fax Number: 2147467777
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: 2147467700
Email: juan.arias@weil.com
Correspondent Name: William Keller
Address Line 1: Weil, Gotshal & Manges LLP
Address Line 2: 200 Crescent Court, Suite 300
Address Line 4: Dallas, TEXAS 75201-6950

ATTORNEY DOCKET NUMBER:	William Keller-14845.0170
NAME OF SUBMITTER:	William Keller
SIGNATURE:	/William Keller/
DATE SIGNED:	12/16/2021

Total Attachments: 9
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RELEASE OF INTELLECTUAL PROPERTY INTEREST

This Release of Intellectual Property Interest (this "Release") is made as of December 15, 2021, by ALLY BANK, in its capacity as administrative agent for the Secured Parties under the Credit Agreement referred to below (the "Agent") for the benefit of CATAPULT LEARNING, LLC, a Delaware limited liability company ("Catapult LLC"), MILBURN ACADEMY, INC., a Virginia corporation ("Milburn") and SPECIALIZED EDUCATION SERVICES, INC., a Delaware corporation ("SESI", together with Catapult LLC and Milburn, each a "Grantor" and, collectively, the "Grantors"). Capitalized terms used but not otherwise defined herein shall have the respective meanings ascribed thereto in the Credit Agreement (as defined below).

W I T N E S S E T H:

WHEREAS, Agent and the Grantors are party to (i) that certain Credit Agreement, dated April 24, 2018, by and among FB TOPCO, INC. (f/k/a Catapult Learning, Inc.), a Delaware corporation ("Borrower"), TVG-CATAPULT INTERMEDIATE CORP., a Delaware corporation ("Holdings"), the Grantors, the other Guarantors from time to time party thereto, each financial institution from time to time party thereto, as Lenders, and Agent (as amended by that certain (a) First Amendment to Credit Agreement, dated December 21, 2018, (b) Second Amendment to Credit Agreement, dated September 23, 2019, (c) Third Amendment to Credit Agreement, dated December 18, 2020, and as further amended, restated or otherwise modified through the date hereof, the "Credit Agreement"), (ii) that certain Guaranty and Security Agreement, dated April 24, 2018 (as amended, restated, supplemented or otherwise modified from time to time prior to the date hereof, the "Security Agreement"), by and among the Grantors, each other grantor from time to time party thereto and Agent for the benefit of the Secured Parties and (iii) that certain Trademark Security Agreement, dated April 24, 2018 (as amended, restated, supplemented or otherwise modified from time to time prior to the date hereof, the "Trademark Security Agreement"), pursuant to which each Grantor has granted to the Agent for the benefit of the Secured Parties a lien on and security interest in all of the right, title and interest of such Grantor in, to and under the trademarks and trademark applications set forth on Schedule I hereto (the "Trademark Collateral");

WHEREAS, the Trademark Security Agreement was recorded in the United States Patent and Trademark Office (the "USPTO") on April 25, 2018 at Reel 6349 and Frame 0551; and

WHEREAS, the Agent has agreed to release its lien on and security interest in, and any other right, title, and interest it may have in, to and under the Trademark Collateral.

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

1. The Agent does hereby terminate, release and discharge the entirety of any and all liens or security interests that it may have in, and all claims, whether presently existing or hereafter acquired or created, pursuant to the Credit Agreement, the Security Agreement or Trademark Security Agreement to the Trademark Collateral and any right, title or interest of the Agent in such Trademark Collateral shall hereby terminate, cease and become void. The Agent hereby assigns,

transfers and conveys any and all right, title or interest of the Agent in the Trademark Collateral to each Grantor, respectively. The Agent hereby authorizes each Grantor or any of its authorized representatives or designees to file this Release with the USPTO or any other applicable governmental office. The Agent hereby agrees to execute, acknowledge, procure, and deliver any further documents and to do such other acts as may be reasonably requested by any Grantor, at such Grantor's expense, to fully effectuate the purposes of this Release.

2. This Release may be executed in any number of counterparts (including electronic transmission and facsimile counterparts), each of which when so executed and delivered shall be deemed an original, but all such counterparts together shall constitute but one and the same instrument.

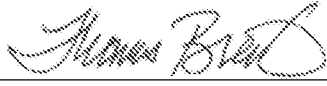
3. The Agent authorizes and requests that the Commissioner for Trademarks and any other applicable government officer record this Release.

4. This Release and the rights and obligations of the parties hereunder shall be governed by, and shall be construed and enforced in accordance with, the laws of the State of New York.

[Signature page follows]

IN WITNESS WHEREOF, the undersigned has caused this Release of Intellectual Property Interest to be executed and delivered as of the date first written above.

ALLY BANK,
as Agent

By: 
Name: Thomas Brent
Title: Authorized Signatory

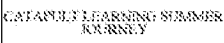
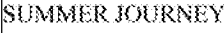




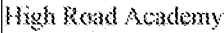
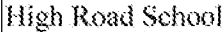
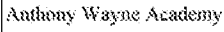
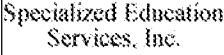

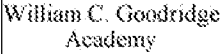

**SCHEDULE I
TO**

RELEASE OF INTELLECTUAL PROPERTY INTEREST

TRADEMARK REGISTRATIONS

<u>Name</u>	<u>Mark</u>	<u>Class</u>	<u>Jurisdiction</u>	<u>Application Number</u>	<u>Registration Number</u>	<u>Owner Name</u>
DESERT BREEZE TRANSPORTATION		39	US	App 87600927		CATAPULT LEARNING, LLC
DESERT HEIGHTS ACADEMY TRANSITIONING STUDENTS TOWARD SUCCESS		41	US	App 87600964		CATAPULT LEARNING, LLC
MILBURN ACADEMY	MILBURN ACADEMY	41	US	App 87437124		CATAPULT LEARNING, LLC
MILBURN ACADEMY		41	US	App 87437161		CATAPULT LEARNING, LLC
ALLIANCE	ALLIANCE	41	US	App 87241756	Reg 5209459	CATAPULT LEARNING, LLC
PDHUB	PDHub	41	US	App 87241352	Reg 5252839	CATAPULT LEARNING, LLC
ACHIEVE HIGH SCHOOL	Achieve High School	41	US	App 87241880	Reg 5171706	CATAPULT LEARNING, LLC
CATAPULT LEARNING LEADERSHIP INSTITUTES	Catapult Learning Leadership Institutes	41	US	App 87241703	Reg 5186652	CATAPULT LEARNING, LLC
ACHIEVEREADINGFLEX	AchieveReadingFlex	41	US	App 87241805	Reg 5186653	CATAPULT LEARNING, LLC
COACHING CONNECTIONS	Coaching Connections	41	US	App 87241501	Reg 5176546	CATAPULT LEARNING, LLC
READING TO WRITE	Reading to Write	16	US	App 87241396	Reg 5186651	CATAPULT LEARNING, LLC

LESSONHUB		41	US	App 87241300	Reg 5361634	CATAPULT LEARNING, LLC
NESI		41	US	App 87233869	Reg 5186636	CATAPULT LEARNING, LLC
THE CENTER FOR AUTISM & DYSLEXIA		41 44	US	App 87231641	Reg 5227314	SPECIALIZED EDUCATION SERVICES, INC.
FIVE STAR DIPLOMA		41	US	App 87151200	Reg 5371065	CATAPULT LEARNING, LLC
<i>Design Only</i>		9 42	US	App 86920851	Reg 5072075	CATAPULT LEARNING, LLC
OBSERVATIONS + WALKTHROUGHS FOR LEARNING		9 42	US	App 86921701	Reg 5381232	CATAPULT LEARNING, LLC
OWL OBSERVATIONS + WALKTHROUGHS FOR LEARNING		9 42	US	App 86920076	Reg 5144718	CATAPULT LEARNING, LLC
OWL		9 42	US	App 86919913	Reg 5018079	CATAPULT LEARNING, LLC
OWL		9 42	US	App 86919807	Reg 5022641	CATAPULT LEARNING, LLC
CATAPULT ACADEMY		41	US	App 86826114		CATAPULT LEARNING, LLC
CATAPULT ACADEMY EARN YOUR DIPLOMA		41	US	App 86826196		CATAPULT LEARNING, LLC
CATAPULT ACADEMY EARN YOUR DIPLOMA		41	US	App 86826230		CATAPULT LEARNING, LLC

CATAPULT LEARNING SUMMER JOURNEY		41	US	App 86804471		CATAPULT LEARNING, LLC
SUMMER JOURNEY		41	US	App 86804418		CATAPULT LEARNING, LLC
FOCUS ON ACHIEVEMENT		41	US	App 86760224	Reg 5025425	CATAPULT LEARNING, LLC
SESI		41	US	App 86718456	Reg 4950352	SPECIALIZED EDUCATION SERVICES, INC.
SESI		41	US	App 86718430	Reg 4950350	SPECIALIZED EDUCATION SERVICES, INC.
ACHIEVEREADING		41	US	App 76471470	Reg 2939094	CATAPULT LEARNING, LLC
CAPITAL ACADEMY		41	US	App 86715365	Reg 4950125	SPECIALIZED EDUCATION SERVICES, INC.
HIGH ROAD ACADEMY		41	US	App 86715387	Reg 4950126	SPECIALIZED EDUCATION SERVICES, INC.
HIGH ROAD SCHOOL		41	US	App 86715396	Reg 4950127	SPECIALIZED EDUCATION SERVICES, INC.
ANTHONY WAYNE ACADEMY		41	US	App 86715430	Reg 4950130	SPECIALIZED EDUCATION SERVICES, INC.
SPECIALIZED EDUCATION SERVICES, INC.		41	US	App 86715534	Reg 4950136	SPECIALIZED EDUCATION SERVICES, INC.
SESI		41	US	App 86715517	Reg 4950135	SPECIALIZED EDUCATION SERVICES, INC.
WILLIAM C. GOODRIDGE ACADEMY		41	US	App 86715380	Reg 4967845	SPECIALIZED EDUCATION SERVICES, INC.
ABLE ACADEMIC, BEHAVIORAL & LIFE SKILLS EDUCATION		41 42	US	App 86714410	Reg 5319880	SPECIALIZED EDUCATION SERVICES, INC.

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ABLE ACADEMIC, BEHAVIORAL & LIFE SKILLS EDUCATION		41 42	US	App 86714359	Reg 5319879	SPECIALIZED EDUCATION SERVICES, INC.
NEW HOPE ACADEMY	New Hope Academy	41 44	US	App 86714619	Reg 5016028	SPECIALIZED EDUCATION SERVICES, INC.
SIERRA SCHOOLS	Sierra Schools	41	US	App 86714750	Reg 5043864	SPECIALIZED EDUCATION SERVICES, INC.
SIERRA ACADEMIES	Sierra Academies	41	US	App 86714745	Reg 5043863	SPECIALIZED EDUCATION SERVICES, INC.
SPRINGALL ACADEMY	Springall Academy	41 44	US	App 86714718	Reg 4940889	SPECIALIZED EDUCATION SERVICES, INC.
RIVERS BEND ACADEMY	Rivers Bend Academy	41	US	App 86714652	Reg 4940888	SPECIALIZED EDUCATION SERVICES, INC.
EVALUATE CONNECT IMPROVE ACHIEVE		41	US	App 86704170		CATAPULT LEARNING, LLC
GRADLADDER	GradLadder	9 42	US	App 86690721		CATAPULT LEARNING, LLC
EVALUATE	eValuate	41	US	App 86662825		CATAPULT LEARNING, LLC
CATAPULT LEARNING	CATAPULT LEARNING	41	US	App 86472471	Reg 4781721	CATAPULT LEARNING, LLC
CATAPULT LEARNING	Catapult Learning	41	US	App 86472501	Reg 4781725	CATAPULT LEARNING, LLC
ECATAPULT	eCatapult	41	US	App 86327191	Reg 4819209	CATAPULT LEARNING, LLC
CORECONNECTS ENGLISH LANGUAGE ARTS		9 16 41	US	App 86309525	Reg 5156511	CATAPULT LEARNING, LLC
CORECONNECTS MATHEMATICS		9 16 41	US	App 86309508	Reg 5156510	CATAPULT LEARNING, LLC

CORE CONNECTS		16 41	US	App 86309556	Reg 5301826	CATAPULT LEARNING, LLC
CORECONNECTS		9 16 41	US	App 86309536		CATAPULT LEARNING, LLC
CATAPULT LEARNING COMMON CORE INTERIM TESTS		41	US	App 86174109	Reg 4608899	CATAPULT LEARNING, LLC
CLCCIT		41	US	App 86173671	Reg 4608895	CATAPULT LEARNING, LLC
SUMMER LEARNING LEAP		41	US	App 85946314	Reg 4447928	CATAPULT LEARNING, LLC
DISCIPLINARY LITERACY FOR THE COMMON CORE		16 41	US	App 85946616	Reg 4523623	CATAPULT LEARNING, LLC
DISCOVER THE CORE		16 41	US	App 85946387	Reg 4550398	CATAPULT LEARNING, LLC
READUP		38 41 42 45	US	App 85946690	Reg 4566598	CATAPULT LEARNING, LLC
ESOURCE		41 42	US	App 85930639	Reg 4752401	CATAPULT LEARNING, LLC
MIDDLETON ACADEMY		38 41	US	App 85895251	Reg 4439559	CATAPULT LEARNING, LLC
M MIDDLETON ACADEMY		38 41	US	App 85895274	Reg 4439560	CATAPULT LEARNING, LLC
FIVE STRAND DESIGN		35 41	US	App 85494761	Reg 4675664	CATAPULT LEARNING, LLC
ACHIEVEWRITING		41	US	App 85463832	Reg 4294356	CATAPULT LEARNING, LLC
EARLYLEARNERS		41	US	App 85463722	Reg 4247616	CATAPULT LEARNING, LLC
ACHIEVE STUDY SKILLS		41	US	App 85463804	Reg 4294355	CATAPULT LEARNING, LLC
ACHIEVESCIENCE		41	US	App 85463851	Reg 4294357	CATAPULT LEARNING, LLC

ACHIEVEENGLISH	AchieveEnglish	41	US	App 85463905	Reg 4284780	CATAPULT LEARNING, LLC
ACHIEVEMATH	AchieveMath	41	US	App 85463957	Reg 4284781	CATAPULT LEARNING, LLC
EDISONLEARNING ALLIANCE	EdisonLearning Alliance	41	US	App 85128300	Reg 4051766	CATAPULT LEARNING, LLC
MILBURN HIGH SCHOOL ONLINE	Milburn High School Online	41	US	App 85090394	Reg 4005056	MILBURN ACADEMY, INC.
LEARNING FORCE	LEARNING FORCE	41	US	App 77425806	Reg 3778690	CATAPULT LEARNING, LLC
READING FORCE	READING FORCE	41	US	App 77210878	Reg 3645427	CATAPULT LEARNING, LLC
MATH FORCE	Math Force	41	US	App 77210822	Reg 3645426	CATAPULT LEARNING, LLC
DEVELOPING EXPERT READERS	DEVELOPING EXPERT READERS	16	US	App 78728923	Reg 3455342	CATAPULT LEARNING, LLC
MY DATA FIRST	MY DATA FIRST	41	US	App 78483290	Reg 3230683	CATAPULT LEARNING, LLC
DEVELOPING EXPERT READING TEACHERS	DEVELOPING EXPERT READING TEACHERS	9	US	App 78483304	Reg 3340920	CATAPULT LEARNING, LLC
NEWTON LEARNING	NEWTON LEARNING	41	US	App 78473464	Reg 3008829	CATAPULT LEARNING, LLC
CATAPULT LEARNING	CATAPULT LEARNING	16 41 44	US	App 76978824	Reg 3450027	CATAPULT LEARNING LLC
LITERACY FIRST		41	US	App 76198087	Reg 2717006	CATAPULT LEARNING, LLC
CAREER STARTERS		35 41	US	App 76112625	Reg 2638273	CATAPULT LEARNING, LLC
LITERACY FIRST PROCESS		41	US	App 75714226	Reg 2336006	CATAPULT LEARNING, LLC
RICHARD MILBURN HIGH SCHOOL		41	US	App 75082838	Reg 2059068	MILBURN ACADEMY, INC.

TRADEMARK

RECORDED: 12/16/2021

REEL: 007532 FRAME: 0075