

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM737449

| | |
|------------------------------|---|
| SUBMISSION TYPE: | RESUBMISSION |
| NATURE OF CONVEYANCE: | ASSIGNMENT OF INTELLECTUAL PROPERTY SECURITY AGREEMENTS |
| RESUBMIT DOCUMENT ID: | 900688613 |

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|-----------------------------|----------|----------------|----------------------------|
| Madison Capital Funding LLC | | 04/01/2022 | Limited Liability Company: |

RECEIVING PARTY DATA

| | |
|--------------------------|-------------------------------------|
| Name: | Apogem Capital LLC |
| Street Address: | 227 West Monroe Street |
| Internal Address: | Suite 540 |
| City: | Chicago |
| State/Country: | ILLINOIS |
| Postal Code: | 60606 |
| Entity Type: | Limited Liability Company: DELAWARE |

PROPERTY NUMBERS Total: 1

| Property Type | Number | Word Mark |
|-----------------------|----------|--------------------------------|
| Serial Number: | 87463040 | 4:1 BEHAVIOR MANAGEMENT SYSTEM |

CORRESPONDENCE DATA

Fax Number: 4693723889
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: 2149326439
Email: dwithers@mcguirewoods.com
Correspondent Name: Daniel Withers
Address Line 1: 2000 McKinney Ave
Address Line 2: #1400
Address Line 4: Dallas, TEXAS 75201

| | |
|---------------------------|------------------|
| NAME OF SUBMITTER: | Daniel Withers |
| SIGNATURE: | /Daniel Withers/ |
| DATE SIGNED: | 06/28/2022 |

Total Attachments: 6

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**ASSIGNMENT OF INTELLECTUAL PROPERTY
SECURITY AGREEMENTS**

This **ASSIGNMENT OF INTELLECTUAL PROPERTY SECURITY AGREEMENTS** (this “**Assignment**”), dated as of April 1, 2022, is by **MADISON CAPITAL FUNDING LLC** (individually, “**MCF**”), acting in its capacity as the current and resigning administrative agent (in such capacity, the “**Retiring Agent**”) and **APOGEM CAPITAL LLC**, a Delaware limited liability company, formerly known as New York Life Investments Alternatives LLC (individually, “**Apogem**”), acting in its capacity as the successor administrative agent (in such capacity, the “**Successor Agent**”).

RECITALS:

WHEREAS, CAREY GROUP PUBLISHING, LLC, as “Grantor”, and Retiring Agent are parties to those certain intellectual property security agreements identified in Exhibit A attached hereto (as the same have been and may hereafter be amended, restated, supplemented or otherwise modified from time to time, collectively, the “**Agreements**”) covering certain intellectual property set forth on Exhibit B attached hereto (collectively, the “**IP Collateral**”); and

WHEREAS, pursuant to that certain Omnibus Agency Transfer and Sub-Agent Appointment Agreement by and between MCF, as the Retiring Agent, and Apogem, as the Successor Agent, Retiring Agent has assigned to Successor Agent all of its rights, remedies, duties and other obligations under, among other documents, the Agreements, in each instance, in its capacity as administrative agent and, if applicable, collateral agent.

NOW, THEREFORE, in consideration of the foregoing, and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Retiring Agent hereby assigns and transfers to Successor Agent and its successors and assigns, all of its rights, title and interest in and to the Agreements, including, for the avoidance of doubt, its lien on and security interest in the IP Collateral.

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.

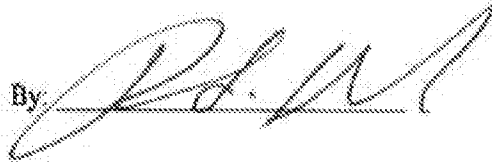
(Remainder of page left intentionally blank; signatures follow.)

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

RETIRING AGENT:

MADISON CAPITAL FUNDING LLC

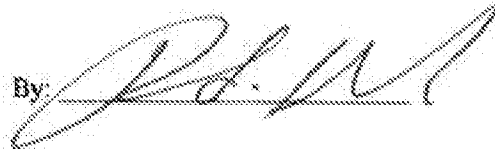
By: Apogem Capital LLC, its manager

By: 

Name: Patrick D. Koehl
Title: Director

SUCCESSOR AGENT:

APOGEM CAPITAL LLC

By: 

Name: Patrick D. Koehl
Title: Director

EXHIBIT A

Copyright Security Agreement dated as of December 22, 2021 and filed with the United States Copyright Office on [_____], 20[] in Volume [_____], Document [_____].¹

Trademark Security Agreement dated as of December 22, 2021 and filed with the United States Patent and Trademark Office on December 23, 2021 at Reel 7540, Frame 0446.

¹ Recording Information not available
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EXHIBIT B

COPYRIGHTS:

| | Title | Owner | Jurisdiction | Reg. No. Reg. Date |
|----|---|-----------------------------|---------------------|-------------------------------|
| 1 | 8 Keys To Success Skills Poster. | Carey Group Publishing, LLC | United States | TX0008485061 2017-07-13 |
| 2 | 10 Steps to Risk Reduction Accordion Card. | Carey Group Publishing, LLC | United States | TX0008891347 2020-08-12 |
| 3 | Brief Intervention Tools (BITS) Toolkit. | Carey Group Publishing, LLC | United States | TX0008443583 2017-07-14 |
| 4 | Brief Intervention Tools (BITS), 2nd Edition. | Carey Group Publishing, LLC | United States | TXu002265580 2021-06-18 |
| 5 | Brief Intervention Tools (BITS), Spanish Version. | Carey Group Publishing, LLC | United States | TX0008439571 2017-07-14 |
| 6 | Carey Guides Continuous Quality Improvement (CQI) Kit. | Carey Group Publishing, LLC | United States | TX0008441376 2017-07-14 |
| 7 | Carey Guides Continuous Quality Improvement (CQI) Kit, 2nd Edition. | Carey Group Publishing, LLC | United States | TX0008444301 2017-07-14 |
| 8 | Driver Workbook. | Carey Group Publishing, LLC | United States | TX0008441361 2017-07-14 |
| 9 | Goal Appointment Cards. | Carey Group Publishing, LLC | United States | TX0008443587 2017-07-14 |
| 10 | Offender Tool Organizer. | Carey Group Publishing, LLC | United States | TX0008444884 2017-07-14 |
| 11 | Supervisor's EBP BriefCASE | Carey Group Publishing, LLC | United States | TX0008448273 2017-07-13 |
| 12 | Thinking for a Change (T4C) Skill Reinforcement Manual. | Carey Group Publishing, LLC | United States | TX0008455679 2017-07-14 |
| 13 | 4:1 Behavior Management System. | Carey Group Publishing, LLC | United States | TX0008972590 2021-05-14 |
| 14 | 4:1 Behavior Management System. | Carey Group Publishing, LLC | United States | TX0008335998 2016-08-09 |
| 15 | 4:1 Behavior Management System. | Carey Group Publishing, LLC | United States | TX0008385325 2017-03-15 |
| 16 | Behavior Management System. | Carey Group Publishing, LLC | United States | TX0008216048 2015-09-10 |
| 17 | Behavior Management System. | Carey Group Publishing, LLC | United States | TX0007986447 2014-11-13 |
| 18 | Carey Guides | Carey Group Publishing, LLC | United States | TX0008454796 2017-07-14 |
| 19 | Carey Guides | Carey Group Publishing, LLC | United States | TX0008462690 2017-07-14 |
| 20 | Carey Guides | Carey Group Publishing, LLC | United States | TX0008463085 2017-07-14 |
| 21 | Carey Guides, 2nd Edition. | Carey Group Publishing, LLC | United States | TX0008463083 2017-07-14 |
| 22 | Carey Guides: Intimate Partner Violence, 3rd Edition. | Carey Group Publishing, LLC | United States | TX0008888478 2020-08-12 |

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| | Title | Owner | Jurisdiction | Reg. No. Reg. Date |
|----|--|-----------------------------|---------------------|-------------------------------|
| 23 | Ira, 2nd Edition, Spanish Version. | Carey Group Publishing, LLC | United States | TX0008521318 2017-06-13 |
| 24 | Socios antisociales, 2da edicion. | Carey Group Publishing, LLC | United States | TX0008520256 2018-04-06 |
| 25 | Pensamiento antisocial, 2da edicion. | Carey Group Publishing, LLC | United States | TX0008521319 2018-04-06 |
| 26 | Tecnicas conductuales, 2da edicion. | Carey Group Publishing, LLC | United States | TX0008520258 2018-04-06 |
| 27 | Planeacion de casos, 2da edicion. | Carey Group Publishing, LLC | United States | TX0008520262 2018-04-06 |
| 28 | Trastornos simultaneos, 2da edicion. | Carey Group Publishing, LLC | United States | TX0008520265 2018-04-06 |
| 29 | Dosis e intensidad, 2da edicion. | Carey Group Publishing, LLC | United States | TX0008520271 2018-04-06 |
| 30 | Traficantes de drogas, 2da edicion. | Carey Group Publishing, LLC | United States | TX0008520294 2018-04-06 |
| 31 | Regulacion emocional, 2da edicion. | Carey Group Publishing, LLC | United States | TX0008520283 2018-04-06 |
| 32 | Empatia, 2da edicion. | Carey Group Publishing, LLC | United States | TX0008520296 2018-04-06 |
| 33 | Relacionandose con otros prosociales, 2da edicion. | Carey Group Publishing, LLC | United States | TX0008520302 2018-04-06 |
| 34 | Delincuentes femeninas, 2da edicion. | Carey Group Publishing, LLC | United States | TX0008520306 2018-04-06 |
| 35 | Conducir en estado de intoxicacion, 2da edicion. | Carey Group Publishing, LLC | United States | TX0008520251 2018-04-06 |
| 36 | Destrezas interpersonales, 2da edicion. | Carey Group Publishing, LLC | United States | TX0008520249 2018-04-06 |
| 37 | Violencia de pareja intima, 2da edicion. | Carey Group Publishing, LLC | United States | TX0008520238 2018-04-06 |
| 38 | Involucrando a la familia, 2da edicion. | Carey Group Publishing, LLC | United States | TX0008520231 2018-04-06 |
| 39 | Manejo de los delincuentes sexuales, 2da edicion. | Carey Group Publishing, LLC | United States | TX0008520228 2018-04-06 |
| 40 | Para maximizar fortalezas, 2da edicion. | Carey Group Publishing, LLC | United States | TX0008520219 2018-04-06 |
| 41 | Salud mental, 2da edicion. | Carey Group Publishing, LLC | United States | TX0008520217 2018-04-06 |
| 42 | Usuarios de metanfetamina, 2da edicion. | Carey Group Publishing, LLC | United States | TX0008520213 2018-04-06 |
| 43 | Razonamiento moral, 2da edicion. | Carey Group Publishing, LLC | United States | TX0008520208 2018-04-06 |
| 44 | Para motivar cambios en los delincuentes, 2da edicion. | Carey Group Publishing, LLC | United States | TX0008520204 2018-04-06 |
| 45 | Venciendo los retos de la familia, 2da edicion. | Carey Group Publishing, LLC | United States | TX0008520202 2018-04-06 |
| 46 | Solucion de problemas, 2da edicion. | Carey Group Publishing, LLC | United States | TX0008520196 2018-04-06 |
| 47 | Reintegracion, 2da edicion. | Carey Group | United | TX0008520186 |

| | Title | Owner | Jurisdiction | Reg. No. Reg. Date |
|----|--|-----------------------------|---------------------|-------------------------------|
| | | Publishing, LLC | States | 2018-04-06 |
| 48 | Para responder a las infracciones, 2da edicion. | Carey Group Publishing, LLC | United States | TX0008520183 2018-04-06 |
| 49 | Receptividad, 2da edicion. | Carey Group Publishing, LLC | United States | TX0008520172 2018-04-06 |
| 50 | Recompensas y sanciones, 2da edicion. | Carey Group Publishing, LLC | United States | TX0008520169 2018-04-06 |
| 51 | Abuso de sustancias, 2da edicion. | Carey Group Publishing, LLC | United States | TX0008521325 2018-04-06 |
| 52 | Violencia y letalidad, 2da edicion. | Carey Group Publishing, LLC | United States | TX0008520166 2018-04-06 |
| 53 | Que es lo que hace eficaz a un profesional correccional?, 2da edicion. | Carey Group Publishing, LLC | United States | TX0008520158 2018-04-06 |
| 54 | Guia para el exito, 2da edicion. | Carey Group Publishing, LLC | United States | TX0008520148 2018-04-06 |
| 55 | Carey Guides, Spanish Version?Violencia de pareja intima, 3.era edicion. | Carey Group Publishing, LLC | United States | TXu002154770 2019-07-14 |
| 56 | Tools on Devices (TOD) | Carey Group Publishing, LLC | United States | TX0008974942 2021-05-14 |
| 57 | Tools on Devices (TOD) | Carey Group Publishing, LLC | United States | TX0008746690 2019-05-29 |
| 58 | Tools on Devices (TOD) Deluxe. | Carey Group Publishing, LLC | United States | TX0008974947 2021-05-14 |
| 59 | TOD Deluxe. | Carey Group Publishing, LLC | United States | TX0008817496 2019-12-19 |
| 60 | Actividades recreativas prosociales, 2da edicion | Carey Group Publishing, LLC | United States | TX0008520193 2018-04-06 |

TRADEMARKS

| Mark | Owner | Jurisdiction | Ser. No. Filing Date | Reg. No. Reg. Date | Status |
|--------------------------------|-----------------------------|---------------------|---------------------------------|-------------------------------|---------------|
| 4:1 Behavior Management System | Carey Group Publishing, LLC | United States | 87463040 May 24, 2017 | 5400104 February 13, 2018 | Registered |