

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM740533

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
CAREERMINDS GROUP INC.		04/06/2022	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	Webster Bank, National Association, as Administrative Agent		
Street Address:	500 Boylston Street, 24th Floor		
City:	Boston		
State/Country:	MASSACHUSETTS		
Postal Code:	02116		
Entity Type:	National Banking Association: UNITED STATES		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	4898271	CAREERMINDS	
Registration Number:	5212168	EVERGREEN	
CORRESPONDENCE DATA			
Fax Number:			
<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:	8004945225		
Email:	ipteam@cogencyglobal.com		
Correspondent Name:	JAY DASILVA		
Address Line 1:	1025 CONNECTICUT AVE., NW, STE. 712		
Address Line 2:	COGENCY GLOBAL INC.		
Address Line 4:	WASHINGTON, D.C. 20036		
ATTORNEY DOCKET NUMBER:	1737640 TM		
NAME OF SUBMITTER:	Andrew Nash		
SIGNATURE:	/Andrew Nash/		
DATE SIGNED:	07/12/2022		
Total Attachments: 4			
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NOTICE OF GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS

April 6, 2022

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, CAREERMINDS GROUP INC., a Delaware corporation (the “Grantor”), hereby grants to WEBSTER BANK, NATIONAL ASSOCIATION, as Administrative Agent, for the benefit of the Secured Parties (the “Grantee”), a continuing security interest in (i) all of the Grantor’s right, title and interest in, to and under to the United States trademarks, trademark registrations and trademark applications (the “Marks”) set forth on Schedule A attached hereto, (ii) all proceeds and products of the Marks, (iii) the goodwill of the businesses with which the Marks are associated, and (iv) all causes of action arising prior to or after the date hereof for infringement of any of the Marks or unfair competition regarding the same; provided, that, for the avoidance of doubt such grant shall not include any “intent to use” trademark application for which a statement of use or amendment to allege use has not been filed and accepted with the United States Patent and Trademark Office.

THIS GRANT is made to secure the prompt payment and performance of all the Obligations of the Grantor, as such term is defined in the Loan and Security Agreement entered into by, among others, the Grantor and the Grantee, dated as of December 10, 2020 (as amended, modified, restated and/or supplemented from time to time, the “Loan Agreement”). The rights and remedies of the Grantee, with respect to the security interest granted herein are as set forth in the Loan Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provision of this Grant is deemed to conflict with the Loan Agreement, the provisions of the Loan Agreement shall govern.


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IN WITNESS WHEREOF, I hereunder subscribe my name effective as of the date first written above as Chief Executive Officer of the Credit Party.

CAREERMINDS GROUP, INC.

By: 
Name: Byron Matthews
Title: Chief Executive Officer

**WEBSTER BANK, NATIONAL
ASSOCIATION, as Administrative Agent,
as Grantee**

By: 
Name: Ian Milne
Title: Vice President

SCHEDULE A

Registered Trademarks

<u>Obligor / Grantor</u>	<u>Jurisdiction</u>	<u>Registration No.</u>	<u>Registration Date</u>	<u>Filing Date</u>	<u>Registered Owner</u>	<u>Mark</u>
Careerminds Group Inc.	United States of America	4898271	February 9, 2016	July 6, 2015	Careerminds Group Inc.	
Careerminds Group Inc.	United States of America	5212168	May 30, 2017	June 8, 2016	Careerminds Group Inc.	

Pending Trademark Applications

<u>Obligor</u>	<u>Jurisdiction</u>	<u>Application No.</u>	<u>Filing Date</u>	<u>Applicant</u>	<u>Mark</u>
N/A	N/A	N/A	N/A	N/A	N/A