

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM781087

SUBMISSION TYPE:	RESUBMISSION		
NATURE OF CONVEYANCE:	GRANT OF SECURITY INTEREST IN TRADEMARKS		
RESUBMIT DOCUMENT ID:	900731931		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
PARTNERS IN LEADERSHIP, LLC		11/10/2022	Limited Liability Company: CALIFORNIA
RECEIVING PARTY DATA			
Name:	MONROE CAPITAL MANAGEMENT ADVISORS, LLC		
Street Address:	311 South Wacker Drive		
Internal Address:	Suite 6400		
City:	Chicago		
State/Country:	ILLINOIS		
Postal Code:	60606		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 14			
Property Type	Number	Word Mark	
Registration Number:	2279204	COUNTDOWN	
Registration Number:	3457354	DISCOVERY MAP	
Registration Number:	2114267	DISCOVERY MAPS	
Registration Number:	2917404	IMPACT5 THE BUSINESS OF LEADERSHIP GAME	
Registration Number:	3370900	MOSAIC: THE ART OF TALENT LEADERSHIP	
Registration Number:	1721183	NEON BUZZ	
Registration Number:	1997808	PARADIGM LEARNING	
Registration Number:	3102155	RIGHT TURNS: CHANGE IN ACTION	
Registration Number:	2763531	ZODIAK	
Registration Number:	4686588	ZODIAK	
Registration Number:	4156516	Z	
Registration Number:	5299292	ZPLUS ONLINE	
Registration Number:	5299293	ZPLUS ONLINE	
Registration Number:	6598895	ZODIAK PRO	
CORRESPONDENCE DATA			
Fax Number:	3126095005		

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: 312-609-7798
Email: ablekhman@vedderprice.com
Correspondent Name: Aida Blekhman
Address Line 1: Vedder Price P.C.
Address Line 2: 222 North LaSalle Street, Suite 2500
Address Line 4: Chicago, ILLINOIS 60601

ATTORNEY DOCKET NUMBER:	36942.00.0030
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NAME OF SUBMITTER:	Aida Blekhman
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SIGNATURE:	/Aida Blekhman/
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DATE SIGNED:	01/17/2023
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Total Attachments: 5

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TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM767689

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	GRANT OF SECURITY INTEREST IN TRADEMARKS		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
PARTNERS IN LEADERSHIP, LLC		11/10/2022	Limited Liability Company: CALIFORNIA
RECEIVING PARTY DATA			
Name:	MONROE CAPITAL MANAGEMENT ADVISORS, LLC		
Street Address:	311 South Wacker Drive		
Internal Address:	Suite 6400		
City:	Chicago		
State/Country:	ILLINOIS		
Postal Code:	60606		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 14			
Property Type	Number	Word Mark	
Registration Number:	2279204	COUNTDOWN	
Registration Number:	3457354	DISCOVERY MAP	
Registration Number:	2114267	DISCOVERY MAPS	
Registration Number:	2917404	IMPACT5 THE BUSINESS OF LEADERSHIP GAME	
Registration Number:	3370900	MOSAIC: THE ART OF TALENT LEADERSHIP	
Registration Number:	1721183	NEON BUZZ	
Registration Number:	1997808	PARADIGM LEARNING	
Registration Number:	3102155	RIGHT TURNS: CHANGE IN ACTION	
Registration Number:	2763531	ZODIAK	
Registration Number:	4686588	ZODIAK	
Registration Number:	4156516	Z	
Registration Number:	5299292	ZPLUS ONLINE	
Registration Number:	5299293	ZPLUS ONLINE	
Registration Number:	6598895	ZODIAK PRO	
CORRESPONDENCE DATA			
Fax Number:	3126095005		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent</i>			

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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 (a) pursuant to the Guaranty and Collateral Agreement dated as of September 15, 2015 (as amended, modified, extended, restated, replaced, or supplemented from time to time, the "Security Agreement"), by and among the Grantors party thereto (each a "Grantor" and collectively, the "Grantors") and Monroe Capital Management Advisors, LLC, as administrative agent (in such capacity, the "Administrative Agent") for itself and for all the Lenders referenced therein, the undersigned Grantors have granted a continuing security interest in and continuing lien upon the Trademarks referenced therein, including such trademarks listed on Schedule 1 attached hereto to the Administrative Agent for the ratable benefit of the Lenders and (b) the undersigned hereby confirms the grant to the Administrative Agent, for the ratable benefit of the Lenders, a continuing security interest in, and a right to set off against, any and all right, title and interest of such Grantor in and to (i) the Trademarks listed on Schedule 1 annexed hereto, together with any reissues, continuations or extensions thereof, and all of the goodwill of the business connected with the use of, and symbolized by, each trademark; and (ii) all products and proceeds of the foregoing, including without limitation, any claim by Grantor against third parties for past, present or future (A) infringement or dilution of any trademark, or (B) injury to the goodwill associated with any trademark.

The Grantors and the Administrative Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the Trademarks (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any Trademark. In the event of a conflict between the provisions of this Agreement and the Security Agreement, the Security Agreement shall control. All terms capitalized but not otherwise defined herein shall have the same meanings herein as in the Security Agreement.

This Agreement shall remain in full force and effect until all of the Secured Obligations shall have been Paid in Full.

This Agreement may be executed in one or more counterparts and by different parties hereto in separate 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. Receipt of an executed signature page to this Agreement by facsimile or other electronic transmission shall constitute effective delivery thereof and shall be deemed an original signature hereunder.

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Signature Page to Notice of Grant of Security Interests in Trademarks

Very truly yours,

PARTNERS IN LEADERSHIP, LLC

By: 

Name: Joseph T. Terry

Title: Chief Executive Officer

Dated: November 10, 2022

Signature Page to Notice of Grant of Security Interests in Trademarks

Acknowledged and Accepted:

MONROE CAPITAL MANAGEMENT ADVISORS, LLC
as Administrative Agent

By: Andres Bañuelos
Andrés Bañuelos
Assistant Vice President

Schedule I
to
Notice of Grant of Security Interest in Trademarks

TRADEMARKS

Name of Grantor	Description	Registration Number	Issue Date
Partners in Leadership, LLC	Countdown	2279204	9/21/1999
Partners in Leadership, LLC	Discovery Map	3457354	7/1/2008
Partners in Leadership, LLC	Discovery Maps	2114267	11/18/1997
Partners in Leadership, LLC	Impact 5 The Business of Leadership Game	2917404	1/11/05
Partners in Leadership, LLC	Mosaic: The Art of Talent Leadership	3370900	1/15/2008
Partners in Leadership, LLC	Neon Buzz	1721183	9/29/1992
Partners in Leadership, LLC	Paradigm Learning	1997808	9/3/1996
Partners in Leadership, LLC	Right Turns: Change in Action	3102155	6/6/2006
Partners in Leadership, LLC	Zodiak	2763531	9/16/2003
Partners in Leadership, LLC	Zodiak	4686588	4/17/2015
Partners in Leadership, LLC	Z	4156516	6/12/2012
Partners in Leadership, LLC	ZPlusOnline	5299292	10/3/2017
Partners in Leadership, LLC	ZPlusOnline	5299293	10/3/2017
Partners in Leadership, LLC	ZODIAK PRO	6598895	12/21/2021

TRADEMARK APPLICATIONS

Name of Grantor	Application	Application Filing Date	Application Serial Number

VP/#58687571.1