

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
JPMORGAN CHASE BANK, N.A		11/26/2013	National Association: UNITED STATES

RECEIVING PARTY DATA

Name:	COMPASSLEARNING, INC.
Street Address:	203 Colorado Street
City:	Austin
State/Country:	TEXAS
Postal Code:	78701
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 24

Property Type	Number	Word Mark
Registration Number:	4091834	COMPASSLEARNING IMPACT TEACHER ACADEMY
Registration Number:	4215121	MINDKEEPERS
Registration Number:	4231198	MOVE LEARNING FORWARD FOUNDATION
Registration Number:	1765662	HARTLEY
Registration Number:	1923500	CUENTOS DE COQUI
Registration Number:	2053034	COMPASS
Registration Number:	2656902	COMPASSLEARNING
Registration Number:	2530573	C-PAS
Registration Number:	2579671	
Registration Number:	2586070	COMPASSLEARNING
Registration Number:	2592387	
Registration Number:	2592385	COMPASSLEARNING
Registration Number:	2636212	COMPASSLEARNING
Registration Number:	2640277	COMPASSLEARNING

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Registration Number:	2654747	COMPASSLEARNING
Registration Number:	2663822	
Registration Number:	2725691	COMPASSLEARNING ODYSSEY
Registration Number:	4010848	CRITICAL MISTAKES FRAMEWORK
Registration Number:	2728031	COMPASSLEARNING ODYSSEY
Registration Number:	2800981	COMPASSLEARNING ODYSSEY
Registration Number:	2813730	
Registration Number:	2813729	
Registration Number:	2968115	BRAIN BUZZERS
Registration Number:	2980829	BETTER TECHNOLOGY FOR IMPROVED STUDENT A

CORRESPONDENCE DATA

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ATTORNEY DOCKET NUMBER:	14837-1 (HS)
NAME OF SUBMITTER:	Hayley Smith
Signature:	//Hayley Smith//
Date:	01/12/2014

Total Attachments: 5
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RELEASE OF SECURITY INTEREST IN TRADEMARKS

THIS RELEASE OF SECURITY INTERESTS IN TRADEMARKS (this “Release”) is made as of November 26, 2013 (“Effective Date”) by JPMORGAN CHASE BANK, N.A. (“Secured Party”) in favor of COMPASSLEARNING, INC. (“Grantor”).

WHEREAS, Grantor and Secured Party entered into that certain Pledge and Security Agreement dated December 28, 2011 (the “Pledge and Security Agreement”) which required the parties to enter into the Trademark Security Agreement (defined below);

WHEREAS, Grantor and Secured Party entered into that certain Trademark Security Agreement dated December 28, 2011 (the “Trademark Security Agreement”), wherein Grantor granted to Secured Party a continuing security interest in all of Grantor’s right, title and interest in and to the Collateral (as defined in the Trademark Security Agreement), including the items listed on Schedule 1 hereto, and such Trademark Security Agreement was recorded with the United States Patent and Trademark Office on March 22, 2012, at Reel 004741, Frames 0616-0625; and

WHEREAS, Grantor has satisfied the terms of the Pledge and Security Agreement and requests a specific release of the security interest granted and recorded against the Collateral.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Secured Party hereby terminates the Trademark Security Agreement and releases and re-assigns to Grantor any and all liens, security interests, right, title and interest it may have in, to and under the Collateral (as defined in the Trademark Security Agreement), together with the goodwill of the business symbolized thereby.

This Release shall be governed by, and construed and interpreted in accordance with, the laws of the State of Texas.

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SCHEDULE 1

TRADEMARKS

OWNER NAME	MARK	MARK TYPE	FILE NUMBER	REG. NUMBER	REG. DATE	STATUS	COUNTRY
Compass	COMPASSLEARNING IMPACT TEACHERS ACADEMY & Design	Design	85/097,840	4,091,834	1/24/2012	REGISTERED	United States
Compass	MINDKEEPERS	Stylized	85/360,556	4,215,121	9/25/2012	REGISTERED	United States
MoveLearning Forward Foundation	MOVELEARNINGFORWARD FOUNDATION	Word	85/412,641	4,231,198	10/23/2012	REGISTERED	United States
Compass	HARTLEY & Deisgn	Design	74/257,129	1,765,662	4/20/1993	REGISTERED	United States
Compass	CUENTOS DE COQUI (Translates "Stories from the Frog")	Word	74/592,365	1,923,500	10/3/1995	REGISTERED	United States
Compass	COMPASS	Word	74/439,993	2,053,034	4/15/1997	REGISTERED	United States
Compass	COMPASSLEARNING & Vertical Design	Design	479165	738046	4/3/2001	REGISTERED	Mexico
Compass	COMPASSLEARNING & Vertical Design	Design	479164	738045	4/3/2001	REGISTERED	Mexico
Compass	COMPASSLEARNING & Vertical Design	Design	479166	738047	4/3/2001	REGISTERED	Mexico
Compass	COMPASSLEARNING	Word	75/907,689	2,656,902	12/3/2001	REGISTERED	United States
Compass	C-PAS	Word	75/907,091	2,530,573	1/15/2002	REGISTERED	United States
Compass	CL Design	Design	75/907,422	2,579,671	6/11/2002	REGISTERED	United States
Compass	COMPASSLEARNING & Vertical Design	Design	75/907,796	2,586,070	6/25/2002	REGISTERED	United States

OWNER NAME	MARK	MARK TYPE	FILE NUMBER	REG. NUMBER	REG. DATE	STATUS	COUNTRY
Compass	CL Design	Design	75/907,686	2,592,387	7/9/2002	REGISTERED	United States
Compass	COMPASSLEARNING & Vertical Design	Design	75/907,235	2,592,385	7/9/2002	REGISTERED	United States
Compass	COMPASSLEARNING	Word	75/907,685	2,636,212	10/15/2002	REGISTERED	United States
Compass	COMPASSLEARNING & Design	Design	75/907,593	2,640,277	10/22/2002	REGISTERED	United States
Compass	COMPASSLEARNING	Word	75/907,193	2,654,747	11/26/2002	REGISTERED	United States
Compass	CL Design	Design	75/907,687	2,663,822	12/17/2002	REGISTERED	United States
Compass	COMPASSLEARNING ODYSSEY	Word	76/351,637	2,725,691	6/10/2003	REGISTERED	United States
Compass	CRITICAL MISTAKES FRAMEWORK	Word	77/899,827	4,010,848	8/16/2011	REGISTERED	United States
Compass	COMPASSLEARNING	Word		2,227,354	3/28/2000	REGISTERED	United Kingdom
Compass	COMPASSLEARNING ODYSSEY	Word	76/351,638	2,728,031	6/17/2003	REGISTERED	United States
Compass	COMPASSLEARNING ODYSSEY	Word	76/352,672	2,800,981	12/30/2003	REGISTERED	United States
Compass	Sweep Logo	Design	76/373,002	2,813,730	2/10/2004	REGISTERED	United States
Compass	Sweep Logo	Design	76/373,000	2,813,729	2/10/2004	REGISTERED	United States
Compass	BRAIN BUZZERS	Word	78/161,958	2,968,115	7/12/2005	REGISTERED	United States
Compass	BETTER TECHNOLOGY FOR IMPROVED STUDENT ACHIEVEMENT	Word	78/314,666	2,980,829	8/2/2005	REGISTERED	United States
Compass	COMPASSLEARNING & Vertical Design	Design		2,227,451	3/28/2000	REGISTERED	United Kingdom

OWNER NAME	MARK	MARK TYPE	FILE NUMBER	REG. NUMBER	REG. DATE	STATUS	COUNTRY
Compass	CL Design	Design	1032288	TMA593611	10/30/2003	REGISTERED	Canada
Compass	COMPASSLEARNING & Vertical Design	Design	1052289	TMA662385	4/7/2006	REGISTERED	Canada
Compass	COMPASSLEARNING	Word	1052290	TMA662502	4/11/2006	REGISTERED	Canada
Compass	COMPASS	Word	877358	TMA545469	5/22/2001	REGISTERED	Canada
Compass	WORLDWARE	Word	894386	TMA537328	11/20/2000	REGISTERED	Canada
Compass	COMPASS WORLDWARE	Word	877187	TMA545468	5/22/2001	REGISTERED	Canada
Compass	COMPASS	Word		173124	12/6/1996	REGISTERED	Ireland