OP \$215.00 3838374

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1 Stylesheet Version v1.2 ETAS ID: TM330747

SUBMISSION TYPE:	NEW ASSIGNMENT	
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST	
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CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Bank of America, N.A.		11/14/2014	National Association:

RECEIVING PARTY DATA

Name:	Vantage Media, LLC
Street Address:	2381 Rosecrans Ave.
Internal Address:	Suite 400
City:	El Segundo
State/Country:	CALIFORNIA
Postal Code:	90245
Entity Type:	LIMITED LIABILITY COMPANY: CALIFORNIA
Name:	VM Holdings, LLC
Street Address:	2381 Rosecrans Ave.
Internal Address:	Suite 400
City:	El Segundo ,
State/Country:	CALIFORNIA
Postal Code:	90245
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE
Name:	BrokersWeb, Inc.
Also Known As:	Vantage Media II, LLC
Street Address:	2381 Rosecrans Ave.
Internal Address:	Suite 400
City:	El Segundo
State/Country:	CALIFORNIA
Postal Code:	90245
Entity Type:	CORPORATION: FLORIDA

PROPERTY NUMBERS Total: 8

Property Type	Number	Word Mark
Registration Number:	3838374	MYNURSINGSCHOOL
Registration Number:	3724277	MYEDUSEEK.COM
Registration Number:	3553305	MYACCOUNTINGSCHOOL.COM

Property Type	Number	Word Mark
Registration Number:	3637008	UNIVERSITY.COM
Registration Number:	3633345	1800COLLEGE
Registration Number:	3562971	VANTAGE MEDIA
Registration Number:	2491151	EDU.COM
Serial Number:	77946268	COLLEGE.US.COM

CORRESPONDENCE DATA

Fax Number:

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: 3102196186

Email: klyon@vantagemedia.com

Correspondent Name: Kevin Lyon

Address Line 1: 2381 Rosecrans Ave.

Address Line 2: Suite 400

Address Line 4: El Segundo, CALIFORNIA 90245

NAME OF SUBMITTER:	Kevin Lyon
SIGNATURE:	/Kevin Lyon/
DATE SIGNED:	02/02/2015

Total Attachments: 3

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TERMINATION AND RELEASE OF SECURITY INTEREST IN INTELLECTUAL PROPERTY

This **TERMINATION AND RELEASE OF SECURITY INTEREST IN INTELLECTUAL PROPERTY**, dated as of November 14, 2014 ("<u>Release</u>"), is made by Bank of America, N.A., as Administrative Agent ("<u>Administrative Agent</u>") in favor of Vantage Media, LLC, a California limited liability company, VM Holdings, LLC, a Delaware limited liability company, and BrokersWeb, Inc., a Florida corporation (each a "<u>Grantor</u>", and collectively, the "<u>Grantors</u>").

WHEREAS, pursuant to that certain Security Agreement dated as of September 15, 2011 (as amended, restated, supplemented, modified, extended, renewed or replaced from time to time, the "Security Agreement") and the Intellectual Property Security Agreement dated as of September 15, 2011 ("IP Security Agreement"), each by and among the Grantors party thereto and the Administrative Agent, each Grantor granted, assigned, conveyed, mortgaged, pledged, hypothecated, and transferred a security interest in and Lien upon, and pledged and assigned to the Administrative Agent, for the benefit of the Secured Parties and the Administrative Agent, upon all of the right, title, and interest, and assets and rights, of such Grantor in the Intellectual Property Collateral, including the foregoing listed on Schedule A attached hereto;

WHEREAS, the IP Security Agreement was recorded at the United States Patent and Trademark Office ("USPTO") on September 21, 2011 at Reel 4630 Frame 0167.

NOW THEREFORE, in consideration of the mutual promises and undertakings set forth herein and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and with the intention of being legally bound hereby, Administrative Agent, on behalf of the Secured Parties and the Administrative Agent, and Grantors agree as follows:

- **SECTION 1**. <u>Defined Terms</u>. All capitalized terms used herein but not otherwise defined herein have the meanings given to them in the Security Agreement or IP Security Agreement.
- **SECTION 2**. <u>Termination and Release</u>. Administrative Agent, on behalf of the Secured Parties and the Administrative Agent, without representation, warranty, or recourse, hereby:
- (a) terminates, cancels, discharges, and releases the mortgage, pledge, and hypothecation and Lien on and security interest in and to all of the right, title, and interest, and assets and rights, of such Grantor in the Intellectual Property Collateral, including, but not limited to, the foregoing listed on Schedule A attached hereto, and re-assigns back to each Grantor respectively any right, title, or interest of Administrative Agent, if any, in such Intellectual Property Collateral; and
 - (b) authorizes the recordation of this Release with the USPTO at Grantors' expense.
- **SECTION 3**. Choice of Law. This Release shall be governed by and construed in accordance with the laws of the State of New York.

IN WITNESS WHEREOF, the Administrative Agent, on behalf of the Secured Parties and the Administrative Agent, has caused this Termination and Release of Security Interest in Intellectual Property to be duly executed as of the date first set forth above.

Administrative Agent:

Bank of America, N.A., as Administrative Agent

Name: Sophia T. Chen

Title: Vice President

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Schedule A

Vantage Media, LLC (California Limited Liability Company)

U.S. Trademarks

Trademark Registrations

Mark	Reg. No.	Reg. Date
MYNURSINGSCHOOL	3838374	08/24/10
MYEDUSEEK.COM	3724277	12/15/09
MYACCOUNTINGSCHOOL.COM	3553305	12/30/08
UNIVERSITY.COM	3637008	06/09/09
1800COLLEGE	3633345	06/02/09
VANTAGE MEDIA	3562971	01/20/09
EDU.COM	2491151	09/18/01

Trademark Application

Mark	Reg. No.	Reg. Date
COLLEGE.US.COM	77946268	02/26/10

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RECORDED: 02/02/2015