

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM404963

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Assignment
SEQUENCE:	1

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
GOLDMAN SACHS BANK USA		11/07/2016	BANK: UNITED STATES

RECEIVING PARTY DATA

Name:	JPMORGAN CHASE BANK N.A., AS COLLATERAL AGENT
Street Address:	10 S. DEARBORN, 7TH FLOOR L-2
City:	CHICAGO
State/Country:	ILLINOIS
Postal Code:	60603
Entity Type:	ASSOCIATION: UNITED STATES

PROPERTY NUMBERS Total: 24

Property Type	Number	Word Mark
Registration Number:	2325756	COLLEGE COACH
Registration Number:	2323533	COLLEGE COACH
Registration Number:	4508893	COLLEGE COACH
Registration Number:	2308821	BRIGHT HORIZONS FAMILY SOLUTIONS
Registration Number:	3398239	
Registration Number:	1495542	BRIGHT HORIZONS
Registration Number:	2283209	BRIGHT HORIZONS FAMILY SOLUTIONS
Registration Number:	4145680	EDASSIST
Registration Number:	4621658	EDASSIST
Registration Number:	4398677	BACK-UP CARE ADVANTAGE
Registration Number:	3487356	BACK-UP CARE ADVANTAGE PROGRAM
Registration Number:	3817109	BRIGHT HORIZONS FOUNDATION FOR CHILDREN
Registration Number:	3912990	THE WORLD AT THEIR FINGERTIPS
Registration Number:	3920190	BUCA
Registration Number:	3841456	SMARTER EDUCATION MANAGEMENT
Registration Number:	4113193	TUITION ADVISORY SERVICES
Registration Number:	3841390	TAS TUITION ADVISORY SERVICES SMARTER ED
Registration Number:	3962844	

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	4170903	HORIZONS WORKFORCE CONSULTING
Registration Number:	4170902	HORIZONS WORKFORCE CONSULTING
Registration Number:	4343240	BRIGHT HORIZONS
Registration Number:	4400284	BRIGHT HORIZONS
Registration Number:	4160407	A FAMILY OF SOLUTIONS AT WORK
Registration Number:	4344273	A FAMILY OF SOLUTIONS AT WORK

CORRESPONDENCE DATA

Fax Number: 8668265420
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: 301-638-0511
Email: ipresearchplus@comcast.net
Correspondent Name: IP Research Plus, Inc.
Address Line 1: 21 Tadcaster Circle
Address Line 2: attn: Penelope J.A. Agodoa
Address Line 4: Waldorf, MARYLAND 20602

ATTORNEY DOCKET NUMBER:	crs1-41458
NAME OF SUBMITTER:	Penelope J.A. Agodoa
SIGNATURE:	/pja/
DATE SIGNED:	11/08/2016

Total Attachments: 9
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ASSIGNMENT OF TRADEMARK SECURITY INTEREST, dated as of November 7, 2016 (this "*Assignment*"), by GOLDMAN SACHS BANK USA ("*GS Bank*"), as resigning collateral agent for the Secured Parties (as defined in the Security Agreement described below) (in such capacity, the "*Existing Agent*") and JPMORGAN CHASE BANK, N.A. ("*JPMCB*"), as successor collateral agent for the Secured Parties (in such capacity, the "*Successor Agent*").

A. Reference is made to the Security Agreement dated as of January 30, 2013 (as amended, supplemented or otherwise modified from time to time, the "*Security Agreement*"), among BRIGHT HORIZONS FAMILY SOLUTIONS LLC (the "*Borrower*"), BRIGHT HORIZONS CAPITAL CORP. ("*Holdings*"), the subsidiaries of the Borrower party thereto and the Existing Agent. Capitalized terms used herein and not otherwise defined herein shall have the meanings assigned to such terms in the Security Agreement.

B. Reference is made to the Trademark Security Agreement dated as of January 30, 2013 (the "*Trademark Security Agreement*"), among the Borrower (the "*Grantor*") and the Existing Agent, pursuant to which, among other things, the Grantor granted a security interest to the Existing Agent, for the benefit of certain secured parties named therein, in, among other things, certain registered trademarks of such Grantor listed in an attachment to the Trademark Security Agreement, which security interest was recorded on January 31, 2013 with the United States Patent & Trademark Office (the "*PTO*") at Reel 004953 and Frame 0134.

C. Pursuant to the Successor Agent Agreement dated as of September 7, 2016 (as amended, supplemented or otherwise modified from time to time, the "*Successor Agent Agreement*"), among JPMCB, GS Bank, the Borrower, Holdings and the subsidiaries of the Borrower party thereto, GS Bank, as resigning collateral agent under the Credit Agreement, the Security Agreement, the Trademark Security Agreement and the other Loan Documents (as defined in the Credit Agreement), has assigned all its right, title and interest in and to the trademarks identified on Schedule I hereto (the "*Trademarks*") to JPMCB, as the Successor Agent. Until now, GS Bank has remained the secured party of record with the PTO.

SECTION 1. *Assignment.* Accordingly, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Existing Agent hereby confirms the assignment, pursuant to the Successor Agent Agreement, of all its right, title and interest in and to the Trademarks under the Security Agreement and the Trademark Security Agreement to the Successor Agent and the Successor Agent hereby confirms its acceptance of such assignment. Furthermore, the Successor Agent hereby acknowledges that (i) neither the Existing Agent nor any of its Agent-Related Persons (as defined in the Successor Agent Agreement) has made or shall be deemed to have made any representation or warranty to the Successor Agent and (ii) it has, independently and without reliance upon the Existing Agent or any of its Agent-

Related Persons (as defined in the Successor Agent Agreement), made its own decision to enter into this Assignment and the transactions contemplated hereby.

SECTION 2. *Miscellaneous.*

(a) This Assignment may be executed in counterparts (and by different parties hereto on different counterparts), each of which shall constitute an original, but all of which when taken together shall constitute a single contract. This Assignment shall become effective when it shall have been executed by each party hereto and thereafter shall be binding upon and inure to the benefit of the parties hereto and their respective successors and assigns. Delivery of an executed counterpart of a signature page of this Assignment by electronic submission shall be effective as delivery of a manually executed counterpart of this Assignment.

(b) THIS ASSIGNMENT SHALL BE CONSTRUED IN ACCORDANCE WITH AND GOVERNED BY THE LAWS OF THE STATE OF NEW YORK.

(c) Section headings used herein are for convenience of reference only, are not part of this Assignment and are not to affect the construction of, or to be taken into consideration in interpreting, this Assignment.

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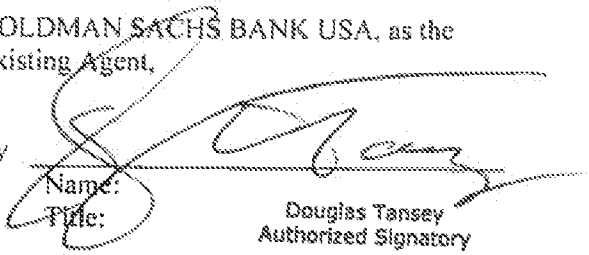
IN WITNESS WHEREOF, the parties hereto have duly executed this Assignment as of the day and year first above written.

GOLDMAN SACHS BANK USA, as the Existing Agent,

By

Name:

Title:


Douglas Tansey
Authorized Signatory

JPMORGAN CHASE BANK, N.A., as the Successor Agent,

By

Name:

Title:

{Signature Page to Assignment of Trademark Security Interest}

TRADEMARK

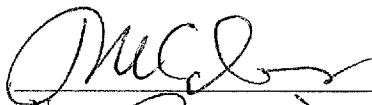
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IN WITNESS WHEREOF, the parties hereto have duly executed this Assignment as of the day and year first above written.

GOLDMAN SACHS BANK USA, as the Existing Agent,

By _____
Name:
Title:

JPMORGAN CHASE BANK, N.A., as the Successor Agent,

By  _____
Name:
Title: *Peter W. Kille*
Executive Director

[Signature Page to Assignment of Trademark Security Interest]

Schedule I

United States Trademarks

I. Trademarks

See attached Exhibit A.




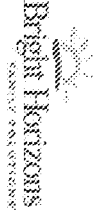
II. Trademark Applications





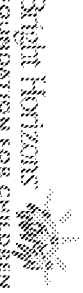
See attached Exhibit A.

III. Trademark Licenses

None.

Trademarks, trademark registrations and trademark applications with USPTO

No	Registration No.	Serial No.	Trademark/Logo	Expiration/Action required	Status
1.	2325756	75575716	 College Coach (words only)	Mar 7, 2020	Registered
2.	2323533	75575715	 College Coach (logo)	Feb 28, 2020	Registered
3.	4508893	85673923	 College Coach <small>COLLEGE COACH ASSOCIATION INCORPORATED 4000 WOODBURN AVENUE, SUITE 100 WOODBURN, NJ 07096</small>	Apr 8, 2020	Registered
4.	2308821	75538649	 Bright Horizons <small>BRIGHT HORIZONS FAMILY SOLUTIONS LLC</small>	Jan 18, 2020	Registered
5.	3398239	77236197	Bright Horizons Family Solutions LLC (device only)	Mar 18, 2018	Registered

					
6.	1495542	73692782	Bright Horizons	July 5, 2018	Registered
7.	2283209	75538742	Bright Horizons Family Solutions	Oct 5, 2019	Registered
8.	4145680	85391978	EdAssist	May 22, 2022	Registered
9.	4621658	85715971	EdAssist (logo/words)	Oct 14, 2020 (Action Date)	Registered
			 EduAssist™ ENHANCING EDUCATION MANAGEMENT™ A Bright Horizons Company		
10.	4398677	85673916	Back-Up Care Advantage (logo)	Sept 10, 2019 (Action Date)	Registered
					
11.	3487356	77233917	Back-Up Care Advantage Program (logo)	Aug 19, 2018	Registered
					
12.	3817109	77857323	Bright Horizons Foundation for Children	July 13, 2020	Registered
					
13.	3912990	77907117	The World at Their Fingertips	Feb 1, 2021	Registered

14.	3920190	77536284	BUCA	Feb 15, 2021	Registered
15.	3841456	77956874	Smarter Education Management	Aug 31, 2020	Registered
16.	4113193	85068283	Tuition Advisory Services (words only)	March 13, 2022	Registered
17.	3841390	77931693	Tuition Advisory Services (with logo)	Aug 31, 2020	Registered
18.	3962844	77914411	 TUITION ADVISORY SERVICES SMARTER EDUCATION MANAGEMENT The World at their Fingertips (Design Only)	May 17, 2021	Registered
19.	4170903	85460058	 HORIZONS WORKFORCE CONSULTING (words only)	July 10, 2022	Registered
20.	4170902	85460039	 HORIZONS WORKFORCE CONSULTING (logo)	July 10, 2022	Registered
21.	4343240	85419897 (Parent)	Bright Horizons plus design	May 28, 2019 (Action Date)	Registered
22.	4400284	85976484	Bright Horizons plus	Sept 10, 2019	Registered

		(Child)	design	(Action Date)	
23.	4160407	85419930 (Parent)	A Family of Solutions at Work	June 19, 2022	Registered
24.	4344273	85976318 (Child)	A Family of Solutions at Work	May 28, 2019 (Action Date)	Registered