

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM469978

| | | | |
|-----------------------------------|--|--|--|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | Notice of Grant of Security Interest in Trademarks | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Chamberlain University LLC | | 04/13/2018 | Limited Liability Company: DELAWARE |
| RECEIVING PARTY DATA | | | |
| Name: | Bank of America, N.A., as Administrative Agent | | |
| Street Address: | 101 N. Tryon Street, 5th Floor | | |
| Internal Address: | MC: NC1-001-05-45 | | |
| City: | Charlotte | | |
| State/Country: | NORTH CAROLINA | | |
| Postal Code: | 28255-0001 | | |
| Entity Type: | national banking association: UNITED STATES | | |
| PROPERTY NUMBERS Total: 17 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 5171752 | EXTRAORDINARY CARE. EXTRAORDINARY NURSES | |
| Registration Number: | 4922763 | CHAMBERLAIN CARE | |
| Registration Number: | 4614745 | EXTRAORDINARY CARE. EXTRAORDINARY NURSES | |
| Registration Number: | 3986737 | SIMCARE CENTER | |
| Registration Number: | 3897537 | CHAMBERLAIN 1889 | |
| Registration Number: | 3854035 | CHAMBERLAIN | |
| Registration Number: | 3854034 | CHAMBERLAIN COLLEGE OF NURSING | |
| Registration Number: | 3832237 | CHAMBERLAIN 1889 | |
| Registration Number: | 3680139 | CHAMBERLAIN COLLEGE OF NURSING | |
| Registration Number: | 3680091 | CHAMBERLAIN | |
| Registration Number: | 3591702 | CHAMBERLAIN COLLEGE OF NURSING | |
| Registration Number: | 3591648 | CHAMBERLAIN | |
| Registration Number: | 3591647 | CHAMBERLAIN | |
| Registration Number: | 3587543 | CHAMBERLAIN 1889 | |
| Registration Number: | 3587541 | CHAMBERLAIN | |
| Registration Number: | 3540636 | CHAMBERLAIN 1889 | |
| Registration Number: | 3540635 | CHAMBERLAIN 1889 | |

OP \$440.00 5171752

CORRESPONDENCE DATA**Fax Number:** 9192868199*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:** 9192868000**Email:** PTO_TMconfirmation@mvalaw.com, amberwest@mvalaw.com**Correspondent Name:** MOORE & VAN ALLEN PLLC**Address Line 1:** 3015 Carrington Mill Blvd., Suite 400**Address Line 4:** Morrisville, NORTH CAROLINA 27560**ATTORNEY DOCKET NUMBER:** 017625.5120**NAME OF SUBMITTER:** John Slaughter**SIGNATURE:** /john slaughter/**DATE SIGNED:** 04/16/2018**Total Attachments: 4**

source=(2018) NGSi-T - Chamberlain University LLC to BoA, as AA#page1.tif

source=(2018) NGSi-T - Chamberlain University LLC to BoA, as AA#page2.tif

source=(2018) NGSi-T - Chamberlain University LLC to BoA, as AA#page3.tif

source=(2018) NGSi-T - Chamberlain University LLC to BoA, as AA#page4.tif

NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Security and Pledge Agreement dated as of April 13, 2018 (as the same may be amended, modified, extended or restated from time to time, the "Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and Bank of America, N.A., as Administrative Agent (the "Administrative Agent") for the holders of the Secured Obligations referenced therein, the undersigned Obligor has granted a continuing security interest in and a right to set off against the trademarks and trademark applications shown below to the Administrative Agent for the ratable benefit of the holders of the Secured Obligations:

TRADEMARKS

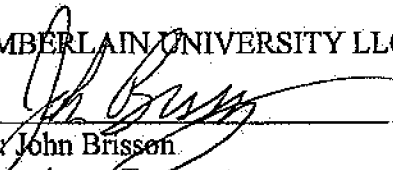
| <u>Trademark No.</u> | <u>Description of Trademark Item</u> | <u>Date of Trademark</u> |
|----------------------|--|--------------------------|
|----------------------|--|--------------------------|

See Schedule 1 attached hereto

The undersigned Obligor and the Administrative Agent, on behalf of the holders of the Secured Obligations, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

CHAMBERLAIN UNIVERSITY LLC

By: 
Name: John Brisson
Title: Assistant Treasurer


Chamberlain University LLC
500 West Monroe, Suite 28
Chicago, Illinois 60661

CHAMBERLAIN UNIVERSITY LLC
TRADEMARK NOTICE

TRADEMARK
REEL: 006340 FRAME: 0865

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Administrative Agent

By: 
Name: Anthony W. Kell
Title: Vice President

Schedule 1

Chamberlain University LLC
(Delaware Limited Liability Company)

U.S. Trademarks

Trademark Registrations

| Mark | Reg. No. | Reg. Date |
|---|----------|-----------|
| EXTRAORDINARY CARE. EXTRAORDINARY NURSES. | 5171752 | 03/28/17 |
| CHAMBERLAIN CARE | 4922763 | 03/22/16 |
| EXTRAORDINARY CARE. EXTRAORDINARY NURSES. | 4614745 | 09/30/14 |
| SIMCARE CENTER | 3986737 | 06/28/11 |
| CHAMBERLAIN 1889 and Design | 3897537 | 12/28/10 |
| CHAMBERLAIN | 3854035 | 09/28/10 |
| CHAMBERLAIN COLLEGE OF NURSING | 3854034 | 09/28/10 |
| CHAMBERLAIN 1889 and Design | 3832237 | 08/10/10 |
| CHAMBERLAIN COLLEGE OF NURSING | 3680139 | 09/08/09 |
| CHAMBERLAIN | 3680091 | 09/08/09 |
| CHAMBERLAIN COLLEGE OF NURSING | 3591702 | 03/17/09 |
| CHAMBERLAIN | 3591648 | 03/17/09 |
| CHAMBERLAIN | 3591647 | 03/17/09 |
| CHAMBERLAIN 1889 and Design | 3587543 | 03/10/09 |
| CHAMBERLAIN | 3587541 | 03/10/09 |
| CHAMBERLAIN 1889 and Design | 3540636 | 12/02/08 |
| CHAMBERLAIN 1889 and Design | 3540635 | 12/02/08 |