

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM521449

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Credit Suisse AG, as Collateral Agent		04/30/2019	Unknown:
RECEIVING PARTY DATA			
Name:	Turnitin, LLC		
Street Address:	2101 Webster St.		
Internal Address:	Suite 1800		
City:	Oakland		
State/Country:	CALIFORNIA		
Postal Code:	94612		
Entity Type:	Limited Liability Company: CALIFORNIA		
PROPERTY NUMBERS Total: 14			
Property Type	Number	Word Mark	
Registration Number:	4409721	GRADE ANYWHERE	
Registration Number:	2923346	GRADEMARK	
Registration Number:	2842605	IP IPARADIGMS	
Registration Number:	3018444	ITHENTICATE	
Registration Number:	4133836	ORIGINALITYCHECK	
Registration Number:	3745282	PEERMARK	
Registration Number:	3705813	QUICKMARK	
Registration Number:	2812598	TURNITIN	
Registration Number:	3106628		
Registration Number:	4379321		
Registration Number:	3702630	WRITECYCLE	
Registration Number:	4880326	VERICITE	
Registration Number:	4663425	VERICITE	
Registration Number:	5377878	LET'S MAKE THE WORLD A MORE ORIGINAL PLA	
CORRESPONDENCE DATA			
Fax Number:	2124014713		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent</i>			

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TRADEMARK

using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.

Phone: 2128138939
Email: lbaker@goodwinlaw.com
Correspondent Name: Larissa Baker, Paralegal
Address Line 1: 620 Eighth Ave.
Address Line 2: Goodwin Procter LLP
Address Line 4: New York, NEW YORK 10018

NAME OF SUBMITTER:	Larissa Baker
SIGNATURE:	/Larissa Baker/
DATE SIGNED:	04/30/2019

Total Attachments: 4

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TERMINATION OF SECURITY INTEREST IN TRADEMARKS

This **TERMINATION OF SECURITY INTEREST IN TRADEMARKS** (this "Termination"), dated as of April 30, 2019, is made by Credit Suisse AG, as Collateral Agent for the Secured Parties (in such capacity, the "Collateral Agent"), in favor of Turnitin, LLC, a California limited liability company (the "Grantor"). Unless otherwise defined herein or the context otherwise requires, terms used in this Termination shall have the meanings assigned to such terms in the Security Agreement (as defined below). For the purposes of this Termination, "Trademarks" shall have the meaning assigned to such term in the Security Agreement (as defined below) and shall include, without limitation, those registrations and applications set forth on Schedule A hereto.

WHEREAS, pursuant to (i) that certain Second Lien Security Agreement, dated as of July 31, 2014 (as amended, restated, supplemented or otherwise modified from time to time, the "Security Agreement") by, among others, the Grantor and the Collateral Agent, (ii) that certain Trademark Security Agreement (as amended, restated, supplemented or otherwise modified from time to time, the "iParadigms Trademark Security Agreement"), dated as of July 31, 2014, made by the Grantor in favor of the Collateral Agent, and (iii) that certain Trademark Security Agreement (as amended, restated, supplemented or otherwise modified from time to time, the "VeriCite Trademark Security Agreement" and, together with the Security Agreement and the iParadigms Trademark Security Agreement, the "Security Agreements"), dated as of May 2, 2018, made by the Grantor in favor of the Collateral Agent, the Grantor granted to the Collateral Agent a security interest in and continuing lien on all of the Grantor's right, title and interest in, to and under the Trademarks;

WHEREAS, the security interest in the Trademarks granted by the Grantor to the Collateral Agent under (i) the iParadigms Trademark Security Agreement was recorded at the United States Patent and Trademark Office on August 4, 2014 at Reel 5336 and Frame 0378 and (ii) the VeriCite Trademark Security Agreement was recorded at the United States Patent and Trademark Office on May 9, 2018 at Reel 6362 and Frame 0081; and

WHEREAS, the Collateral Agent has agreed to irrevocably terminate, release and discharge its security interest and lien on all of the Trademarks.

NOW, THEREFORE, for good and valuable consideration, including the satisfaction of all obligations, indebtedness and liabilities of the Grantor secured by the Trademarks pursuant to the Security Agreements, the receipt and sufficiency of which are hereby acknowledged, the Collateral Agent hereby agrees as follows:

1. The Collateral Agent, without representation, recourse or warranty of any kind, hereby irrevocably terminates, releases and discharges all of its mortgages, liens, and security interests in all of the Grantor's right, title and interest in, to and under the Trademarks and hereby reassigns any and all such right, title and interest (if any) that the Collateral Agent may have in the Trademarks to the Grantor.


2. The Collateral Agent authorizes and requests that the United States Commissioner of Patents and Trademarks and any other applicable officer in any successor office or any similar office in any other country record this Termination.


3. THIS TERMINATION AND THE RIGHTS AND OBLIGATIONS OF THE PARTIES UNDER THIS TERMINATION SHALL BE GOVERNED BY, AND SHALL BE CONSTRUED AND ENFORCED IN ACCORDANCE WITH, THE LAWS OF THE STATE OF NEW YORK WITHOUT REGARD TO CONFLICT OF LAWS PRINCIPLES THEREOF (OTHER THAN SECTIONS 5-1401 AND 5-1402 OF THE NEW YORK GENERAL OBLIGATIONS LAW).

[Signature page follows]

IN WITNESS WHEREOF, the Collateral Agent has caused this Termination of Security Interest in Trademarks to be duly executed as of the date first set forth above.

CREDIT SUISSE AG, CAYMAN ISLANDS BRANCH,
as Collateral Agent

By: 
Name: William O'Daly
Title: Authorized Signatory

By: 
Name: Brady Bingham
Title: Authorized Signatory

Schedule A
to
Termination of Security Interest in Trademarks

TRADEMARK REGISTRATIONS AND APPLICATIONS

<u>MARK</u>	<u>SERIAL/REG. NO.</u>	<u>APP./REG. DATE</u>
GRADE ANYWHERE	4,409,721	10/1/2013
GRADEMARK	2,923,346	2/1/2005
IPARADIGMS (STYLIZED & DESIGN)	2,842,605	5/18/2004
ITHENTICATE	3,018,444	11/22/2005
ORIGINALITYCHECK	4,133,836	5/1/2012
PEERMARK	3,745,282	2/2/2010
QUICKMARK	3,705,813	11/3/2009
TURNITIN	2,812,598	2/10/2004
TURNITIN Logo	3,106,628	6/20/2006
TURNITIN Logo	4,379,321	8/6/2013
WRITECYCLE	3,702,630	10/27/2009
VeriCite Stylized rendition of the VeriCite logo	4,880,326	1/5/2016
VeriCite Standard character mark	4,663,425	12/30/2014
Tag line: "Let's make the world a more original place"	5,377,878	1/16/2018