

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM559015

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	TRADEMARK SECURITY AGREEMENT		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Curriculum Associates, LLC		01/27/2020	Limited Liability Company: MASSACHUSETTS
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	GOLDMAN SACHS BANK USA, AS ADMINISTRATIVE AGENT		
<b>Street Address:</b>	200 West street		
<b>City:</b>	New York		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	10282		
<b>Entity Type:</b>	National Banking Association: UNITED STATES		
<b>PROPERTY NUMBERS Total: 31</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	5170937	READY CENTRAL	
<b>Registration Number:</b>	4060077	STAMS SOLVE	
<b>Registration Number:</b>	4256190	I-READY	
<b>Registration Number:</b>	4294324	READY	
<b>Registration Number:</b>	2320672	CARS	
<b>Registration Number:</b>	4623924	THE WORLD'S WORST PET	
<b>Registration Number:</b>	1145731	BRIGANCE	
<b>Registration Number:</b>	5081666	I-READY CENTRAL	
<b>Registration Number:</b>	2674647	STAMS	
<b>Registration Number:</b>	2674644	STARS	
<b>Registration Number:</b>	2688590	CA101	
<b>Registration Number:</b>	2708680	EXTENSIONS IN READING	
<b>Registration Number:</b>	2731724	PASSAGEWAYS	
<b>Registration Number:</b>	2736061	CAMS	
<b>Registration Number:</b>	2763385	QUICK-MATH	
<b>Registration Number:</b>	1797802	CURRICULUM ASSOCIATES	
<b>Registration Number:</b>	1844362	QUICK-WORD	
<b>Registration Number:</b>	2962541		
<b>Registration Number:</b>	2980258	WRITE!	
<b>TRADEMARK</b>			

CH \$790.00 5170937

Property Type	Number	Word Mark
Registration Number:	3013070	QUICK-WRITE
Registration Number:	1978281	TEST READY
Registration Number:	3138002	PALABRA LISTA
Registration Number:	4141190	MOTION MATH
Registration Number:	5354979	QUICK-SPELL
Registration Number:	4503192	QUESTIMATE!
Registration Number:	5497930	
Registration Number:	5486492	VICTOR FIXER
Registration Number:	5486489	SNARGG SPLATT
Registration Number:	5633004	
Registration Number:	5647191	
Registration Number:	5632595	

**CORRESPONDENCE DATA**

**Fax Number:** 2123108007

*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:** 212.310.8000

**Email:** juan.arias@weil.com

**Correspondent Name:** Kyle T. Brumm

**Address Line 1:** Weil, Gotshal & Manges LLP

**Address Line 2:** 767 Fifth Avenue

**Address Line 4:** New York, NEW YORK 10153

**ATTORNEY DOCKET NUMBER:** K.Brumm - 71620.0146

**NAME OF SUBMITTER:** Kyle T. Brumm

**SIGNATURE:** /Kyle T. Brumm/

**DATE SIGNED:** 01/27/2020

**Total Attachments: 5**

source=Project Educate - Trademark Security Agreement Executed\_WEIL\_97356023\_1#page1.tif

source=Project Educate - Trademark Security Agreement Executed\_WEIL\_97356023\_1#page2.tif

source=Project Educate - Trademark Security Agreement Executed\_WEIL\_97356023\_1#page3.tif

source=Project Educate - Trademark Security Agreement Executed\_WEIL\_97356023\_1#page4.tif

source=Project Educate - Trademark Security Agreement Executed\_WEIL\_97356023\_1#page5.tif

TRADEMARK SECURITY AGREEMENT

**Trademark Security Agreement**, dated as of January 27, 2020, by Curriculum Associates, LLC, a Massachusetts limited liability company (the “Grantor”), in favor of GOLDMAN SACHS BANK USA, in its capacity as administrative agent pursuant to the Credit Agreement (as defined in the Security Agreement defined below) (in such capacity, the “Administrative Agent”).

WITNESSETH:

WHEREAS, the Grantor is party to a Security Agreement, dated as of January 27, 2020 (as amended, amended and restated, supplemented or otherwise modified from time to time, the “Security Agreement”), in favor of the Administrative Agent, for the benefit of the Secured Parties, pursuant to which the Grantor is required to execute and deliver this Trademark Security Agreement.

NOW, THEREFORE, in consideration of the premises and to induce the Administrative Agent, for the benefit of the Secured Parties, to enter into the Credit Agreement, the Grantor hereby agrees with the Administrative Agent as follows:

SECTION 1. Defined Terms. Unless otherwise defined herein, terms defined in the Security Agreement and used herein have the meaning given to them in the Security Agreement.

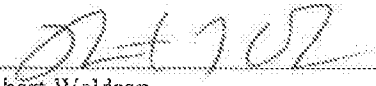
SECTION 2. Grant of Security Interest in Trademark Collateral. The Grantor hereby pledges and grants to the Administrative Agent, for the benefit of the Secured Parties, a lien on and security interest in and to all of its right, title and interest in, to and under all the following Collateral (excluding any Excluded Assets) of the Grantor: all Trademarks of the Grantor, including those listed on Schedule I attached hereto.

SECTION 3. The Security Agreement. The security interest granted pursuant to this Trademark Security Agreement is granted in conjunction with the security interest granted to the Administrative Agent, for the benefit of the Secured Parties, pursuant to the Security Agreement and the Grantor hereby acknowledges and affirms that the rights and remedies of the Administrative Agent with respect to the security interest in the Trademarks made and granted hereby are more fully set forth in the Security Agreement, the terms of which are incorporated herein by reference. In the event that any provision of this Trademark Security Agreement is deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall control.

SECTION 4. Counterparts. This Trademark Security Agreement may be executed in any number of counterparts, all of which shall constitute one and the same instrument, and any party hereto may execute this Trademark Security Agreement by signing and delivering one or more counterparts.

[Signature pages follow]

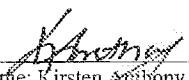
CURRICULUM ASSOCIATES, LLC

By: 

Name: Robert Waldron

Title: Chief Executive Officer and President



GOLDMAN SACHS BANK USA,  
as Administrative Agent





By:  \_\_\_\_\_  
Name: Kirsten Anthony (Hagen)  
Title: Authorized Signatory

Schedule I  
to Trademark Security Agreement

**TRADEMARK REGISTRATIONS AND USE APPLICATIONS**

**Trademark Registrations:**

<b>Owner</b>	<b>Mark/Name</b>	<b>Reg. Date</b>	<b>Reg. No.</b>
Curriculum Associates, LLC	READY CENTRAL	03/28/2017	5,170,937
Curriculum Associates, LLC	STAMS SOLVE	11/22/2011	4,060,077
Curriculum Associates, LLC	I-READY	12/11/2012	4,256,190
Curriculum Associates, LLC	READY	02/26/2012	4,294,324
Curriculum Associates, LLC	CARS	02/22/2000	2,320,672
Curriculum Associates, LLC	THE WORLD'S WORST PET	10/21/2014	4,623,924
Curriculum Associates, LLC	BRIGANCE	01/13/1981	1,145,731
Curriculum Associates, LLC	I-READY CENTRAL	11/15/2016	5,081,666
Curriculum Associates, LLC	STAMS	01/14/2003	2,674,647
Curriculum Associates, LLC	STARS	01/14/2003	2,674,644
Curriculum Associates, LLC	CA101	10/2/2003	2,688,590
Curriculum Associates, LLC	EXTENSIONS IN READING	04/22/2003	2,708,680
Curriculum Associates, LLC	PASSAGEWAYS	07/1/2003	2,731,724
Curriculum Associates, LLC	CAMS	07/15/2003	2,736,061
Curriculum Associates, LLC	QUICK-MATH	09/16/2003	2,763,385
Curriculum Associates, LLC	CURRICULUM ASSOCIATES	10/12/1993	1,797,802
Curriculum Associates, LLC	QUICK-WORD	07/12/1994	1,844,362
Curriculum Associates, LLC	 C DESIGN (logo)	07/14/2005	2,962,541
Curriculum Associates, LLC	 WRITE! (stylized)	07/26/2005	2,980,258

<u>Owner</u>	<u>Mark/Name</u>	<u>Reg. Date</u>	<u>Reg. No.</u>
Curriculum Associates, LLC	QUICK-WRITE	11/8/2005	3,013,070
Curriculum Associates, LLC	TEST READY	06/4/1996	1,978,281
Curriculum Associates, LLC	PALABRA LISTA	09/5/2006	3,138,002
Curriculum Associates, LLC	MOTION MATH	05/15/2012	4,141,190
Curriculum Associates, LLC	QUICK-SPELL	12/12/2017	5,354,979
Curriculum Associates, LLC	QUESTIMATE!	03/25/2014	4,503,192
Curriculum Associates, LLC	STAMS SOLVE	11/22/2011	4,060,077
Curriculum Associates, LLC	 PLORY (character)	06/19/2018	5,497,930
Curriculum Associates, LLC	VICTOR FIXER	06/5/2018	5,486,492
Curriculum Associates, LLC	SNARGG SPLATT	06/5/2018	5,486,489
Curriculum Associates, LLC	Cube Design (Logo) 	12/18/18	5,633,004
Curriculum Associates, LLC	SNARGG (Character) 	1/8/2019	5,647,191
Curriculum Associates, LLC	 YOOP (Character)	10/2/2018	5,632,595

**Trademark Applications:**

<u>Owner</u>	<u>Trademarks</u>	<u>Application Serial Number</u>
Curriculum Associates, LLC	READY CLASSROOM	88415294
Curriculum Associates, LLC	CLOUD MACHINE	88571532
Curriculum Associates, LLC	I-READY	88723391