

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Termination and Release of Security Interest in Trademarks

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Bank of America, N.A.		05/22/2012	National Banking Association: UNITED STATES

RECEIVING PARTY DATA

Name:	Childcraft Education Corp.
Street Address:	2920 Old Tree Drive
City:	Lancaster
State/Country:	PENNSYLVANIA
Postal Code:	17603
Entity Type:	CORPORATION: NEW YORK

PROPERTY NUMBERS Total: 12

Property Type	Number	Word Mark
Registration Number:	3264692	ABC
Serial Number:	77737385	ABC
Registration Number:	3140209	SIDEWALK SCIENCE
Registration Number:	2792916	TUFF-GLIDE SYSTEM
Registration Number:	2338224	WHERE EDUCATION MEETS IMAGINATION ABC
Registration Number:	2298368	ABC SCHOOL SUPPLY
Registration Number:	2388545	WHERE EDUCATION MEETS IMAGINATION
Registration Number:	2006367	CHILDCRAFT
Registration Number:	1933650	KORNERS FOR KIDS
Registration Number:	1645392	MAGNASTIKS
Registration Number:	1272927	MAGNASTIKS
Registration Number:	0712499	CHILDCRAFT

CORRESPONDENCE DATA

Fax Number: 4142735198

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: 414-273-3500

Email: nakees@gklaw.com

Correspondent Name: Nicholas A. Kees; Godfrey & Kahn, S.C.

Address Line 1: 780 N. Water Street

Address Line 4: Milwaukee, WISCONSIN 53202

ATTORNEY DOCKET NUMBER:	009316-0870
NAME OF SUBMITTER:	Nicholas A. Kees
Signature:	/Nicholas A. Kees/
Date:	05/23/2012

Total Attachments: 3
source=childcraft#page1.tif
source=childcraft#page2.tif
source=childcraft#page3.tif

**TERMINATION AND RELEASE OF SECURITY INTEREST
IN TRADEMARKS**

This **TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS**, dated as of May 22, 2012 ("Release"), is made by Bank of America, N.A., as Administrative Agent and as successor in interest to the Collateral Agent (as defined below) (in such capacities, the "Administrative Agent") in favor of Childcraft Education Corp., a New York corporation ("Grantor").

WHEREAS, pursuant to the Security Agreement dated as of April 23, 2010 (as amended, restated, supplemented, modified, extended, renewed or replaced from time to time, the "Security Agreement") by and among the Grantors party thereto and the Administrative Agent, each Grantor granted to the Administrative Agent, for the benefit of the holders of the Secured Obligations, a continuing security interest in any and all right, title and interest of such Grantor in, to, and under all the Trademarks, Trademark Licenses, and Proceeds of the foregoing;

WHEREAS, pursuant to the Security Agreement, Grantor executed and delivered to Administrative Agent, for the benefit of the holders of the Secured Obligations, the Notice of Grant of Security Interest in Trademarks dated as of April 23, 2010 ("Notice");

WHEREAS, the Notice was recorded at the United States Patent and Trademark Office ("USPTO") on April 28, 2010 at Reel 4194 Frame 0134.

WHEREAS, pursuant to the Intellectual Property Security Interest Assignment Agreement dated as of April 23, 2010 ("IP Assignment"), Bank of America, N.A., in its capacity as Collateral Agent, Administrative Agent, Agent, and successor in interest to NationsBank, N.A., as Administrative Agent ("Collateral Agent") assigned to Administrative Agent all of its right, title, and interest to the Security Instrument (as defined in the IP Assignment), which included all security interests and liens on intellectual property and associated recordings granted by Grantor to Collateral Agent; and

WHEREAS, the IP Assignment was recorded at the USPTO on April 28, 2010 at Reel 4194 Frame 0512.

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 holders of the Secured Obligations, and Grantor agree as follows:

SECTION 1. Defined Terms. All capitalized terms used herein but not otherwise defined herein have the meanings given to them in the Security Agreement, Notice, or IP Assignment.

SECTION 2. Termination and Release. Administrative Agent, on behalf of the holders of the Secured Obligations, 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 any and all rights, title, and interests in, to, and under all the Trademarks, Trademark Licenses, and Proceeds of the foregoing, including, without limitation, the foregoing listed on Schedule A attached hereto; and

(b) authorizes the recordation of this Release with the USPTO.

SECTION 3. Choice of Law. This Release shall be governed by and construed in accordance with the laws of the State of North Carolina.

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

Administrative Agent:

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

By: Anthea Del Bianco

Name: Anthea Del Bianco

Title: Vice President

Schedule A

Childcraft Education Corp.
(New York Corporation)

U.S. Trademarks Subject to Notice

Registered Mark

Mark	Registration No.	Registration Date
ABC	3264692	07/17/07

Pending Application

Mark	Application No.	Filing Date
ABC	77737385	05/14/09

U.S. Trademarks Subject to IP Assignment

Registered Marks

Mark	Registration No.	Registration Date
SIDEWALK SCIENCE	3140209	09/05/06
TUFF-GLIDE SYSTEM	2792916	12/09/03
ABC WHERE EDUCATION MEETS IMAGINATION and Design	2338224	04/04/00
ABC SCHOOL SUPPLY	2298368	12/07/99
WHERE EDUCATION MEETS IMAGINATION	2388545	09/19/00
CHILDCRAFT	2006367	10/08/96
KORNERS FOR KIDS	1933650	11/07/95
MAGNASTIKS	1645392	05/21/91
MAGNASTIKS	1272927	04/03/84
CHILDCRAFT	0712499	03/14/61