

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM661495

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST

## CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Cambium Assessment, Inc.		07/20/2021	Corporation: DELAWARE
Cambium Learning, Inc.		07/20/2021	Corporation: DELAWARE
Kurzweil Education, Inc.		07/20/2021	Corporation: DELAWARE
LAZEL, Inc.		07/20/2021	Corporation: DELAWARE
Voyager Sopris Learning, Inc.		07/20/2021	Corporation: COLORADO
VKidz Holdings Inc.		07/20/2021	Corporation: DELAWARE
Lexia Learning Systems LLC		07/20/2021	Limited Liability Company: DELAWARE
Cambium Learning Group, Inc.		07/20/2021	Corporation: DELAWARE

## RECEIVING PARTY DATA

<b>Name:</b>	WILMINGTON TRUST, NATIONAL ASSOCIATION, as Collateral Agent
<b>Street Address:</b>	50 South Sixth Street, Suite 1290
<b>City:</b>	Minneapolis
<b>State/Country:</b>	MINNESOTA
<b>Postal Code:</b>	55402
<b>Entity Type:</b>	National Banking Association: UNITED STATES

## PROPERTY NUMBERS Total: 81

Property Type	Number	Word Mark
<b>Registration Number:</b>	6286327	CAMBIUM ASSESSMENT
<b>Registration Number:</b>	6286337	CLEARLIGHT
<b>Registration Number:</b>	3051380	CAMBIUM LEARNING
<b>Registration Number:</b>	4249753	FIREFLY
<b>Registration Number:</b>	4830947	KURZWEIL
<b>Registration Number:</b>	4996871	KURZWEIL EDUCATION
<b>Registration Number:</b>	3976981	KURZWEIL 3000
<b>Registration Number:</b>	5169693	
<b>Registration Number:</b>	5077991	
<b>Registration Number:</b>	5312472	ENLIGHTENED LITERACY
<b>Registration Number:</b>	4342141	EXPLORELEARNING
<b>Registration Number:</b>	3961960	GIZMO

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	5041236	HEADSPROUT
Registration Number:	2858200	HEADSPROUT
Registration Number:	4849492	LEARNING A-Z
Registration Number:	4849493	RAZ-KIDS
Registration Number:	5244407	READING A-Z
Registration Number:	4342142	REFLEX
Registration Number:	4849494	SCIENCE A-Z
Registration Number:	5719682	WRITING A-Z
Registration Number:	2874724	COLLEAGUE IN THE CLASSROOM
Registration Number:	5345727	
Registration Number:	3776585	LANGUAGE!
Registration Number:	5760480	LANGUAGE! LIVE
Registration Number:	4995198	LANGUAGE! LIVE
Registration Number:	3128544	LETRS
Registration Number:	3706968	PASSPORT READING JOURNEYS
Registration Number:	5855787	PASSPORT READING JOURNEYS
Registration Number:	4901868	POWER PASS
Registration Number:	2862154	PROBLEM SOLVING STEP BY STEP
Registration Number:	5546079	RAZ-PLUS
Registration Number:	2823128	READ WELL
Registration Number:	6186657	READING RANGERS
Registration Number:	4940459	READINGSCAPE
Registration Number:	3190657	REWARDS
Registration Number:	3200138	RIDE
Registration Number:	3197514	SOLO
Registration Number:	2558492	STEP UP TO WRITING
Registration Number:	2904503	THE HERMAN METHOD
Registration Number:	3593583	TICKET TO READ
Registration Number:	3076517	TIMEWARP
Registration Number:	5027193	TIMEWARP PLUS
Registration Number:	3587549	TRANSMATH
Registration Number:	2779424	V
Registration Number:	5056296	VELOCITY
Registration Number:	5160476	VELOCITY
Registration Number:	2626404	VIP
Registration Number:	3113016	VMATH
Registration Number:	3537700	VMATHLIVE
Registration Number:	4217045	VOYAGER

Property Type	Number	Word Mark
Registration Number:	4869717	VOYAGER PASAPORTE
Registration Number:	3655338	VOYAGER PASSPORT
Registration Number:	5034243	VOYAGER SOPRIS LEARNING
Registration Number:	2749505	VOYAGER UNIVERSAL LITERACY SYSTEM
Registration Number:	2848412	VOYAGERU
Registration Number:	3336348	VPORT
Registration Number:	3341306	VPORT
Registration Number:	4171712	VOCABULARY SPELLINGCITY.COM
Registration Number:	4175407	TIME4WRITING
Registration Number:	4171713	TIME 4 LEARNING
Registration Number:	6058296	SCIENCE4US
Registration Number:	4435684	SCIENCE4US.COM
Registration Number:	5481448	DREAM BIG
Registration Number:	5600667	WRITINGCITY
Registration Number:	5503057	WRITESTEPS
Registration Number:	4036580	ASSESSMENT WITHOUT TESTING
Registration Number:	4539583	CORE5
Registration Number:	4506311	CORE5
Registration Number:	2417528	LEXIA
Registration Number:	5865928	LEXIA CORE5 READING
Registration Number:	2544899	LEXIA EARLY READING
Registration Number:	3974943	LEXIA LESSONS
Registration Number:	5649870	LEXIA POWERUP LITERACY
Registration Number:	6080425	LEXIA POWER UP LITERACY
Registration Number:	2417523	LEXIA QUICK READING TEST
Registration Number:	3676995	LEXIA READING
Registration Number:	3974942	LEXIA SKILL BUILDERS
Registration Number:	3513408	MYLEXIA
Registration Number:	5586556	RAPID
Registration Number:	4731859	TEST LESS, TEACH MORE
Serial Number:	88614486	VKIDZ

**CORRESPONDENCE DATA**

Fax Number: 7045032622

*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: 7045032600

Email: cthomas@kslaw.com

Correspondent Name: Courtney Thomas

Address Line 1: 300 South Tryon Street, Suite 1700

**TRADEMARK**

**REEL: 007360 FRAME: 0736**

<b>Address Line 4:</b>	Charlotte, NORTH CAROLINA 28202
<b>ATTORNEY DOCKET NUMBER:</b>	18876.515183
<b>NAME OF SUBMITTER:</b>	Courtney Thomas
<b>SIGNATURE:</b>	/Courtney Thomas/
<b>DATE SIGNED:</b>	07/21/2021
<b>Total Attachments: 11</b> source=Cambium - Trademark Security Agreement [Executed]#page1.tif source=Cambium - Trademark Security Agreement [Executed]#page2.tif source=Cambium - Trademark Security Agreement [Executed]#page3.tif source=Cambium - Trademark Security Agreement [Executed]#page4.tif source=Cambium - Trademark Security Agreement [Executed]#page5.tif source=Cambium - Trademark Security Agreement [Executed]#page6.tif source=Cambium - Trademark Security Agreement [Executed]#page7.tif source=Cambium - Trademark Security Agreement [Executed]#page8.tif source=Cambium - Trademark Security Agreement [Executed]#page9.tif source=Cambium - Trademark Security Agreement [Executed]#page10.tif source=Cambium - Trademark Security Agreement [Executed]#page11.tif	

**Trademark Security Agreement**

Trademark Security Agreement, dated as of July 20, 2021 by CAMBIUM ASSESSMENT, INC., CAMBIUM LEARNING, INC. CAMBIUM LEARNING GROUP, INC., KURZWEIL EDUCATION, INC., LAZEL, INC., VOYAGER SOPRIS LEARNING, INC., VKIDZ HOLDINGS, INC. and LEXIA LEARNING SYSTEMS LLC (individually, a "Pledgor", and, collectively, the "Pledgors"), in favor of WILMINGTON TRUST, NATIONAL ASSOCIATION, in its capacity as collateral agent pursuant to the Credit Agreement (in such capacity, the "Collateral Agent").

W I T N E S S E T H:

WHEREAS, the Pledgors are party to a Security Agreement of even date herewith (as amended, amended and restated, supplemented or otherwise modified from time to time, the "Security Agreement") in favor of the Collateral Agent pursuant to which the Pledgors are required to execute and deliver this Trademark Security Agreement;

NOW, THEREFORE, in consideration of the foregoing premises and other good and valuable consideration the receipt and sufficiency of which are hereby acknowledged, and to induce the Collateral Agent, for the benefit of the Secured Parties, to enter into the Credit Agreement, the Pledgors hereby agree with the Collateral 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. As collateral security for the payment and performance in full of all the Secured Obligations, each Pledgor hereby pledges and grants to the Collateral Agent for the benefit of the Secured Parties a lien on and security interest in all of the right, title and interest of such Pledgor in, to and under the following Pledged Collateral of such Pledgor (collectively, "Trademark Collateral"):

- (a) Trademarks of such Pledgor, including those listed on Schedule I attached hereto; and
- (b) all Proceeds of any and all of the foregoing; other than Excluded Property.

SECTION 3. Security Agreement. The security interest granted pursuant to this Trademark Security Agreement is granted in conjunction with the security interest granted to the Collateral Agent pursuant to the Security Agreement and Pledgors hereby acknowledge and affirm that the rights and remedies of the Collateral Agent with respect to the security interest in the Trademark Collateral made and granted hereby are more fully set forth in the Security Agreement. 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. Termination. Upon the payment in full of the Secured Obligations (other than (i) contingent indemnification obligations for which no claim has been asserted and (ii) Secured Obligations under Hedging Agreement and Treasury Services Agreements) and termination of the Security Agreement, the Collateral Agent shall execute, acknowledge, and deliver to the Pledgors (at the sole expense of the Pledgors) an instrument in writing in recordable form releasing the collateral pledge, grant, assignment, lien and security interest in the Trademark Collateral under this Trademark Security Agreement.

SECTION 5. 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.

SECTION 6. Governing Law. This Trademark Security Agreement and the transactions contemplated hereby, and all disputes between the parties under or relating to this Trademark Security Agreement or the facts or circumstances leading to its execution, whether in contract, tort or otherwise, shall be construed in accordance with and governed by the laws (including statutes of limitation) of the State of New York, without regard to conflicts of law principles that would require the application of the laws of another jurisdiction.

[signature page follows]

IN WITNESS WHEREOF, each Pledgor has caused this Trademark Security Agreement to be executed and delivered by its duly authorized officer as of the date first set forth above.

Very truly yours,

**CAMBIUM ASSESSMENT, INC.**

By: DocuSigned by:  
*Barbara Benson*  
027CF933E25C40E  
Name: Barbara Benson  
Title: Vice President, Chief Financial Officer and Treasurer

**CAMBIUM LEARNING, INC.**

By: DocuSigned by:  
*Barbara Benson*  
027CF933E25C40E  
Name: Barbara Benson  
Title: Vice President, Chief Financial Officer and Treasurer

**KURZWEIL EDUCATION, INC.**

By: DocuSigned by:  
*Barbara Benson*  
027CF933E25C40E  
Name: Barbara Benson  
Title: Vice President, Chief Financial Officer and Treasurer

**LAZEL, INC.**

By: DocuSigned by:  
*Barbara Benson*  
027CF933E25C40E  
Name: Barbara Benson  
Title: Vice President, Chief Financial Officer and Treasurer

**VOYAGER SOPRIS LEARNING, INC.**

By: DocuSigned by:  
*Barbara Benson*  
027CF933E25C40E  
Name: Barbara Benson  
Title: Vice President, Chief Financial Officer and Treasurer

**VKIDZ HOLDINGS, INC.**

DocuSigned by:  
*Barbara Benson*  
By: \_\_\_\_\_  
027CF933E25C40E  
Name: Barbara Benson  
Title: Treasurer

**LEXIA LEARNING SYSTEMS LLC**

DocuSigned by:  
*Barbara Benson*  
By: \_\_\_\_\_  
027CF933E25C40E  
Name: Barbara Benson  
Title: Chief Financial Officer and  
Treasurer

**CAMBIUM LEARNING GROUP, INC.**

DocuSigned by:  
*Barbara Benson*  
By: \_\_\_\_\_  
027CF933E25C40E  
Name: Barbara Benson  
Title: Vice President, Chief Financial  
Officer and Treasurer







Agreed to and Accepted:


**WILMINGTON TRUST, NATIONAL  
ASSOCIATION**, as Collateral Agent

By:   
Name: Nicole Kroll  
Title: Assistant Vice President

**SCHEDULE I**  
to  
**TRADEMARK SECURITY AGREEMENT**  
**TRADEMARK REGISTRATIONS AND TRADEMARK APPLICATIONS**


**Trademark Registrations:**

<b>Mark</b>	<b>Registration No./ Registration Date</b>	<b>Current Owner of Record</b>
CAMBIUM ASSESSMENT	6286327 09-MAR-2021	Cambium Assessment, Inc.
CLEARLIGHT	6286337 09-MAR-2021	Cambium Assessment, Inc.
CAMBIUM LEARNING	3051380 24-JAN-2006	Cambium Learning, Inc.
		Cambium Learning Group, Inc.
THE EDUCATION ESSENTIALS COMPANY		Cambium Learning, Inc.
FIREFLY	4249753 27-NOV-2012	Kurzweil Education, Inc.
KURZWEIL	4830947 13-OCT-2015	Kurzweil Education, Inc.
KURZWEIL EDUCATION	4996871 12-JUL-2016	Kurzweil Education, Inc.
KURZWEIL 3000	3976981 14-JUN-2011	Kurzweil Education, Inc.
Design Only 	5169693 28-MAR-2017	LAZEL, Inc.
	5077991 08-NOV-2016	LAZEL, Inc.
	5077991 08-NOV-2016	LAZEL, Inc.
ENLIGHTENED LITERACY	5312472 17-OCT-2017	LAZEL, Inc.
EXPLORELEARNING	4342141 28-MAY-2013	LAZEL, Inc.

Mark	Registration No./ Registration Date	Current Owner of Record
FRAX		LAZEL, Inc.
GIZMO	3961960 17-MAY-2011	LAZEL, Inc.
HEADSPROUT	5041236 13-SEP-2016	LAZEL, Inc.
HEADSPROUT	2858200 29-JUN-2004	LAZEL, Inc.
LEARNING A-Z	4849492 10-NOV-2015	LAZEL, Inc.
RAZ-KIDS	4849493 10-NOV-2015	LAZEL, Inc.
READING A-Z	5244407 18-JUL-2017	LAZEL, Inc.
REFLEX	4342142 28-MAY-2013	LAZEL, Inc.
SCIENCE A-Z	4849494 10-NOV-2015	LAZEL, Inc.
WRITING A-Z	5719682 09-APR-2019	LAZEL, Inc.
COLLEAGUE IN THE CLASSROOM	2874724 17-AUG-2004	Voyager Sopris Learning, Inc.
Design Only 	5345727 28-NOV-2017	Voyager Sopris Learning, Inc.
LANGUAGE!	3776585 20-APR-2010	Voyager Sopris Learning, Inc.
LANGUAGE! LIVE	5760480 / 5/28/2019 Supp. Reg. 4995198 05-JUL-2016	Voyager Sopris Learning, Inc.
LETRS	3128544 15-AUG-2006	Voyager Sopris Learning, Inc.
PASSPORT READING JOURNEYS	3706968 03-NOV-2009	Voyager Sopris Learning, Inc.



[Signature Page to Trademark Security Agreement]

**TRADEMARK**  
**REEL: 007360 FRAME: 0744**

Mark	Registration No./ Registration Date	Current Owner of Record
PASSPORT READING JOURNEYS	5855787 10-SEPT-2019	Voyager Sopris Learning, Inc.
POWER PASS	4901868 16-FEB-2016	Voyager Sopris Learning, Inc.
PROBLEM SOLVING STEP BY STEP	2862154 13-JUL-2004	Voyager Sopris Learning, Inc.
RAZ-PLUS	5546079 21-AUG-2018	Voyager Sopris Learning, Inc.
READ WELL	2823128 16-MAR-2004	Voyager Sopris Learning, Inc.
READING RANGERS	6186657 27-OCT-2020	Voyager Sopris Learning, Inc.
READINGSCAPE	4940459 19-APR-2016	Voyager Sopris Learning, Inc.
REWARDS	3190657 02-JAN-2007	Voyager Sopris Learning, Inc.
RIDE	3200138 23-JAN-2007	Voyager Sopris Learning, Inc.
SOLO	3197514 09-JAN-2007	Voyager Sopris Learning, Inc.
STEP UP TO WRITING	2558492 09-APR-2002	Voyager Sopris Learning, Inc.
THE HERMAN METHOD	2904503 23-NOV-2004	Voyager Sopris Learning, Inc.
TICKET TO READ	3593583 24-MAR-2009	Voyager Sopris Learning, Inc.
TIMEWARP	3076517 04-APR-2006	Voyager Sopris Learning, Inc.
TIMEWARP PLUS	5027193 23-AUG-2016	Voyager Sopris Learning, Inc.
TRANSMATH	3587549 10-MAR-2009	Voyager Sopris Learning, Inc.
V Design 	2779424 04-NOV-2003	Voyager Sopris Learning, Inc.
VELOCITY	5056296 04-OCT-2016	Voyager Sopris Learning, Inc.
VELOCITY Stylized <i>velocity</i>	5160476 14-MAR-2017	Voyager Sopris Learning, Inc.

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**TRADEMARK**  
**REEL: 007360 FRAME: 0745**

Mark	Registration No./ Registration Date	Current Owner of Record
VIP	2626404 24-SEP-2002	Voyager Sopris Learning, Inc.
VMATH	3113016 04-JUL-2006	Voyager Sopris Learning, Inc.
VMATHLIVE	3537700 25-NOV-2008	Voyager Sopris Learning, Inc.
VOYAGER 	4217045 02-OCT-2012	Voyager Sopris Learning, Inc.
VOYAGER PASAPORTE	4869717 15-DEC-2015	Voyager Sopris Learning, Inc.
VOYAGER PASSPORT	3655338 14-JUL-2009	Voyager Sopris Learning, Inc.
VOYAGER SOPRIS LEARNING	5034243 06-SEP-2016	Voyager Sopris Learning, Inc.
VOYAGER UNIVERSAL LITERACY SYSTEM	2749505 12-AUG-2003	Voyager Sopris Learning, Inc.
VOYAGERU	2848412 01-JUN-2004	Voyager Sopris Learning, Inc.
VPORT	3336348 13-NOV-2007	Voyager Sopris Learning, Inc.
VPORT Design 	3341306 20-NOV-2007	Voyager Sopris Learning, Inc.
VKIDZ	88614486 24-SEPT- 2002	VKidz Holdings, Inc.
VOCABULARY SPELLINGCITY.COM	4,171,712 10-JUL-2012	VKidz Holdings Inc.
TIME4WRITING	4,175,407 17-JUL-2012	VKidz Holdings Inc.
TIME 4 LEARNING	4,171,713 10-JUL-2012	VKidz Holdings Inc.
SCIENCE4US	6058296 19-MAY-2020	Vkidz Holdings, Inc.

Mark	Registration No./ Registration Date	Current Owner of Record
SCIENCE4US.COM	4,435,684 19-NOV-2013	VKidz Holdings Inc.
DREAM BIG	5,481,448 29-MAY-2018	VKidz Holdings Inc.
WRITING CITY	5,600,667 6-NOV- 2018	VKidz Holdings Inc.
<i>WriteSteps</i>	5503057 26-JUN-2018	VKidz Holdings, Inc.
LEXIA ENGLISH LANGUAGE DEVELOPMENT		Lexia Learning Systems LLC
LEXIA ENGLISH LANGUAGE DEVELOPMENT		Lexia Learning Systems LLC
ASSESSMENT WITHOUT TESTING	4036580 4-OCT-11	Lexia Learning Systems LLC
CORE5	4539583 27-MAY-14	Lexia Learning Systems LLC
CORE5	4506311 1-APR-14	Lexia Learning Systems LLC
LEXIA	2417528 2-JAN-01	Lexia Learning Systems LLC
LEXIA CORE5 READING	5865928 24-SEP-19	Lexia Learning Systems LLC
LEXIA EARLY READING	2544899 5-MAR-02	Lexia Learning Systems LLC
LEXIA LESSONS	3974943 7-JUN-11	Lexia Learning Systems LLC
LEXIA POWERUP LITERACY	5649870 8-JAN-19	Lexia Learning Systems LLC
LEXIA POWERUP LITERACY Logo in Color	6080425 16-JUN-20	Lexia Learning Systems LLC
LEXIA QUICK READING TEST	2417523 2-JAN-01	Lexia Learning Systems LLC
LEXIA READING	3676995 1-SEP-09	Lexia Learning Systems LLC

[Signature Page to Trademark Security Agreement]

**TRADEMARK**  
**REEL: 007360 FRAME: 0747**

<b>Mark</b>	<b>Registration No./ Registration Date</b>	<b>Current Owner of Record</b>
LEXIA SKILL BUILDERS	3974942 7-JUN-11	Lexia Learning Systems LLC
MYLEXIA	3513408 7-OCT-08	Lexia Learning Systems LLC
RAPID	5586556 16-OCT-18	Lexia Learning Systems LLC
TEST LESS, TEACH MORE	4731859 5-MAY-15	Lexia Learning Systems LLC

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