



04-08-2002

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Form PTO-1594 (Rev 6-93)



U.S. Department of Commerce Patent and Trademark Office

102046297

To the Honorable Commissioner of Patents and Trademarks, please receive the original documents or copy thereof.

1. Name of conveying party(ies): 4.2.02
 The Chase Manhattan Bank (now known as JPMorgan Chase Bank), as administrative agent

Individual(s) Association
 General Partnership Limited Partnership
 Corporations
 Other: Bank

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other Release

Execution Date: February 19, 2002

2. Name and address of receiving party(ies):
 Name: GameStop, Inc. (f/k/a Funco, Inc.)
Sunrise Publications, Inc.
Babbage's Etc. LLC

Internal Address: c/o Barnes & Noble, Inc.

Street Address: 122 Fifth Avenue

City: New York State: New York ZIP: 10011

Country: _____

Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation
 Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No (Designations must be a separate document from assignment)

Additional name(s) & Address(es) attached? Yes No

4. Application number(s) or trademark number(s):

If this document is being filed together with a new application, the execution date of the application is _____

A. Trademark Application No.(s)
See attached list set forth on Annex I

B. Trademark No.(s)
See attached list set forth on Annex I

Additional numbers attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Todd E. Bowen
 Internal Address: Mayer Brown & Platt
 Street Address: 1675 Broadway
 City: New York State: NY ZIP: 10019

6. Total number of applications and trademarks involved: 19
 7. Total fee (37 CFR 3.41): \$490
 Enclosed (Check No. 1554)
 Authorized to be charged to deposit account

8. Deposit account number:
 (Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.
 To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Todd E. Bowen
Name of Person Signing

Todd Bowen
Signature

April 2, 2002
Date

Total number of pages comprising cover sheet and document attachments: 3

04/05/02 17051581 00000100 1345315

01 FC:481

40.00 00

02 FC:482

450.00 00

TRADEMARK REEL: 002476 FRAME: 0608

LIST OF RELEASED TRADEMARKS

Mark	Application (A) Registration (R) or Series (S) No.
<u>BABBAGE'S ETC. LLC</u>	
Babbage's	1,345,315 (R) and 1,569,315 (R)
America's Software for the Home	1,547,310 (R) and 1,553,597 (R)
Babbage's Software for the Home	1,345,205 (R)
Gamestop	1,707,460 (R)
<u>FUNCO, INC.</u>	
More Video Games at Half the Price	2,226,903 (R)
FuncoLand (Stylized Letters)	2,085,805 (R)
FuncoLand National Video Game Championships	2,061,504 (R)
America's Place to Shop for Video Games	1,962,954 (R)
FuncoLand Fun Club	1,876,618 (R)
FuncoLand Your Source for Interactive Entertainment	1,896,591 (R)
Bring Home the Fun	1,806,603 (R)
Experience the Fun at FuncoLand	1,798,387 (R)
Funco	1,796,605 (R)
FuncoLand	1,796,604 (R)
Funco Land	1,708,866 (R)
Sunrise Publications	1,999,100 (R)
Game Informer	1,788,102 (R)

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RELEASE

KNOW ALL MEN BY THESE PRESENTS:

Reference is made to the Amended and Restated Credit Agreement, dated as of November 18, 1997 (as amended through the date hereof, the "*Credit Agreement*") among Barnes & Noble, Inc. (the "*Company*"), certain subsidiaries of the Company, certain Lenders and JPMorgan Chase Bank, as Administrative Agent for said Lenders.

Effective as of February 19, 2002, or such later date as the initial public offering of GameStop Corp. is consummated, each of Sunrise Publications, Inc., Babbage's Etc. LLC, and GameStop, Inc. is hereby released from all of its obligations under the Credit Agreement and each of the other Basic Documents. We hereby agree at any time and from time to time, at the Company's request and sole expense, to execute and deliver such further instruments and take such further actions as may be necessary to effect the purposes of this Release,

IN WITNESS WHERE, the undersigned has caused this Release to be duly executed and delivered as of this 19th day of February, 2002.

JPMORGAN CHASE BANK,
as Administrative Agent

By

Title:


Vice President