

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
BNCB Merger Sub, LLC		09/30/2009	LIMITED LIABILITY COMPANY: DELAWARE

**RECEIVING PARTY DATA**

Name:	Barnes & Noble College Booksellers, LLC
Street Address:	122 Fifth Avenue
City:	New York
State/Country:	NEW YORK
Postal Code:	10011
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

**PROPERTY NUMBERS Total: 43**

Property Type	Number	Word Mark
Registration Number:	3398491	COLLEGIATE SUPERSTORE
Registration Number:	3141535	DEAL DON'T EVER ACCEPT LESS
Registration Number:	3143324	USED TEXTBOOK DEPOT
Registration Number:	3143323	OVERBOOKED
Registration Number:	3146293	IT'S ALL ABOUT CHOICE
Registration Number:	2973557	B
Registration Number:	3612074	BARNES & NOBLE STUDIO
Registration Number:	3525566	BARNES & NOBLE TAGGED!
Registration Number:	3493755	140 NORTH
Registration Number:	3422332	NATIONAL CAMPUS BESTSELLERS
Registration Number:	2797319	B&N
Registration Number:	2519777	BARNES&NOBLE.COM
Registration Number:	2733888	CAMPUS OUTREACH
Registration Number:	2846265	BARNES & NOBLE CLASSICS

CH \$1090.00 3398491

Registration Number:	2717958	BARNES & NOBLE WORLD DIGITAL LIBRARY
Registration Number:	2512356	BARNES & NOBLE.COM
Registration Number:	2632807	B&N UNIVERSITY
Registration Number:	2832365	BNTV
Registration Number:	2636657	BARNES & NOBLE UNIVERSITY
Registration Number:	3006111	BARNES & NOBLE TELEVISION
Registration Number:	2509418	OF COURSE WE CAN
Registration Number:	2512238	OF COURSE WE CAN
Registration Number:	2288021	BARNES & NOBLE JR.
Registration Number:	2360296	BN.COM
Registration Number:	2397529	MYBNLINK
Registration Number:	2396933	BARNES & NOBLE BOOKSELLERS
Registration Number:	3390118	140 NORTH
Registration Number:	1558604	BOOKSTAR
Registration Number:	2290269	BARNESANDNOBLE.COM
Registration Number:	2237712	DEAL DON'T EVER ACCEPT LESS
Registration Number:	2243690	DEAL DON'T EVER ACCEPT LESS
Registration Number:	1138704	BARNES & NOBLE
Registration Number:	1138702	SEASON'S READINGS
Serial Number:	77759940	BARNES & NOBLE REDISCOVERS
Serial Number:	77759929	BARNES & NOBLE REDISCOVERS
Serial Number:	77620473	U4U YOUR WORLD YOUR WORDS
Serial Number:	77826435	FIRST DOWN
Serial Number:	77748165	B&N DIGITAL
Serial Number:	77748163	BARNES & NOBLE DIGITAL
Serial Number:	77715425	WORK HARD PLAY HARD
Serial Number:	77264338	BARNES & NOBLE.COM
Serial Number:	77264336	BARNES & NOBLE BOOKSELLERS
Serial Number:	77264335	BARNES & NOBLE

**CORRESPONDENCE DATA**

Fax Number: (212)261-9864

*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*

Phone: 2125412064

Email: nyuspto@bryancave.com

Correspondent Name: Todd Braverman, Esq.

**TRADEMARK**  
**REEL: 004099 FRAME: 0940**

Address Line 1: 1290 Avenue of the Americas  
Address Line 4: New York, NEW YORK 10104

ATTORNEY DOCKET NUMBER:	0149940
NAME OF SUBMITTER:	Todd Braverman, Esq.
Signature:	/tjbraverman/
Date:	11/20/2009

Total Attachments: 4  
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# Delaware

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*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"BARNES & NOBLE COLLEGE BOOKSELLERS, INC.", A NEW YORK CORPORATION,


WITH AND INTO "BNCB MERGER SUB, LLC" UNDER THE NAME OF "BARNES & NOBLE COLLEGE BOOKSELLERS, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTIETH DAY OF SEPTEMBER, A.D. 2009, AT 2:21 O'CLOCK P.M.

4728167 8100M

090897969

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 7558363

DATE: 09-30-09

TRADEMARK  
REEL: 004099 FRAME: 0942

CERTIFICATE OF MERGER

OF

BARNES & NOBLE COLLEGE BOOKSELLERS, INC.

WITH AND INTO

BNCB MERGER SUB, LLC

September 30, 2009

This Certificate of Merger of Barnes & Noble College Booksellers, Inc. with and into BNCB Merger Sub, LLC is being duly executed and filed by BNCB Merger Sub, LLC pursuant §18-209 of the Delaware Limited Liability Company Act (6 *Del. C.* §§ 18-101 *et seq.*).

FIRST: The constituent entities of the merger are:

<u>Name</u>	<u>Jurisdiction of Organization/Incorporation</u>
Barnes & Noble College Booksellers, Inc.	New York
BNCB Merger Sub, LLC	Delaware

SECOND: The Agreement and Plan of Merger (the "Merger Agreement") dated as of September 30, 2009 has been approved and executed by each of the constituent entities which are to merge.

THIRD: The name of the surviving Delaware limited liability company is BNCB Merger Sub, LLC (the "Surviving Company").

FOURTH: The merger shall be effective upon the filing of this Certificate of Merger with the Secretary of State of the State of Delaware (the "Effective Time").

FIFTH: As of the Effective Time, Article FIRST of the Certificate of Formation of the Surviving Company shall be amended and replaced in its entirety by the following:

FIRST: The name of the limited liability company formed hereby is Barnes & Noble College Booksellers, LLC.


SIXTH: The Merger Agreement is on file at a place of business of the Surviving Company. The address of such place of business of the Surviving Company is 122 Fifth Ave, New York, NY 10011.

SEVENTH: A copy of the Merger Agreement will be furnished by the Surviving Company, on request and without cost, to any member of BNCB Merger Sub, LLC and to any stockholder of Barnes & Noble College Booksellers, Inc.

*[Remainder of this page intentionally left blank]*

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Merger as of the date first written above.

BNCB MERGER SUB, LLC

By:   
\_\_\_\_\_  
Vincent J. Capurso  
Vice President, Tax

*{Signature Page to Delaware Certificate of Merger}*

(NY) 05908/228-CLOSING de.merger.certificate.doc