

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	03/31/2010

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Hudson News Company		03/31/2010	CORPORATION: NEW JERSEY

RECEIVING PARTY DATA

Name:	Hudson Group (HG) Retail LLC
Street Address:	One Meadowlands Plaza
City:	East Rutherford
State/Country:	NEW JERSEY
Postal Code:	07073
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 11

Property Type	Number	Word Mark
Serial Number:	85051618	KIDS WORKS
Registration Number:	3695276	KIDS CORNER
Registration Number:	3630749	HUDSON BOOKSELLERS
Registration Number:	3335110	A FIRST CLASS TICKET TO GREAT READING
Registration Number:	2702692	OUT OF TOWN NEWS
Registration Number:	1765128	HUDSON NEWS
Registration Number:	1767766	HUDSON NEWS
Registration Number:	2764126	BOOK CORNER
Registration Number:	2582311	HUDSON GROUP RETAIL SPECIALISTS
Registration Number:	2891111	HG
Registration Number:	2805202	AEROMART

CORRESPONDENCE DATA

900170744

**TRADEMARK
 REEL: 004270 FRAME: 0974**

CH \$290.00 85051618

Fax Number: (212)818-9606
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 2128189200
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Correspondent Name: Mark Lerner
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ATTORNEY DOCKET NUMBER:	102397.10
NAME OF SUBMITTER:	Mark Lerner
Signature:	/mark lerner/
Date:	09/01/2010

Total Attachments: 3
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Delaware

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The First State

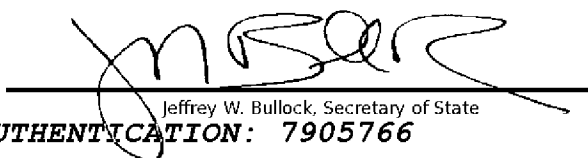
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"HUDSON NEWS COMPANY", A NEW JERSEY CORPORATION,
WITH AND INTO "HUDSON GROUP (HG) RETAIL, LLC" UNDER THE NAME OF "HUDSON GROUP (HG) RETAIL, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTY-FIRST DAY OF MARCH, A.D. 2010, AT 5:59 O'CLOCK P.M.

4777376 8100M

100340313




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7905766

DATE: 04-01-10

You may verify this certificate online
at corp.delaware.gov/authver.shtml

TRADEMARK
REEL: 004270 FRAME: 0976

**CERTIFICATE OF MERGER OF A FOREIGN CORPORATION
INTO A DELAWARE LIMITED LIABILITY COMPANY**

Pursuant to Title 6, Section 18-209 of the Delaware Limited Liability Company Act.

1. The name and jurisdiction of formation or organization of each of the domestic limited liability company and the other business entity which is to merge is Hudson Group (HG) Retail, LLC, a Delaware limited liability company ("Hudson HG") and Hudson News Company, a New Jersey corporation ("Hudson").
2. An agreement of merger has been approved and executed by each of Hudson HG and Hudson.
3. The name of the surviving domestic limited liability company is Hudson Group (HG) Retail, LLC.
4. The Certificate of Formation of Hudson HG will remain the same.
5. The merger will be effective upon the filing of the certificate of merger with the Secretary of State of the State of Delaware.
6. The executed agreement of merger is on file at a place of business of Hudson HG at One Meadowlands Plaza, 9th Floor, East Rutherford, NJ 07073.
7. A copy of the agreement of merger will be furnished by Hudson HG, on request and without cost, to any member of Hudson HG or shareholder of Hudson.

[Signatures on the following page]

IN WITNESS WHEREOF, the undersigned have executed this Certificate of Merger as of this 31 day of March, 2010.

HUDSON GROUP (HG) RETAIL, LLC

By: Hudson Group (HG), Inc. as its sole member

By: 

Name: Jay Marshall

Title: Vice President

[Signature Page to Certificate of Merger]