

# TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	08/23/2011		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
B. DALTON BOOKSELLER, LLC		08/23/2011	LIMITED LIABILITY COMPANY: DELAWARE
RECEIVING PARTY DATA			
Name:	Barnes & Noble Booksellers, Inc.		
Street Address:	76 9th Avenue, 11th Floor		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10011		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	1158498	B. DALTON	
Registration Number:	0846824	B. DALTON BOOKSELLER	
Registration Number:	1293494	B. DALTON'S	
Registration Number:	2488036	INK NEWSSTAND	
CORRESPONDENCE DATA			
Fax Number:	(212)541-4630		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	212-541-2000		
Email:	nyuspto@bryancave.com		
Correspondent Name:	Patricia L. Werner/Bryan Cave LLP		
Address Line 1:	1290 Avenue of the Americas		
Address Line 4:	New York, NEW YORK 10104		
ATTORNEY DOCKET NUMBER:	0149940/B.DALTON.MERGER		

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TRADEMARK  
 REEL: 004615 FRAME: 0637

NAME OF SUBMITTER:	Patricia L. Werner
Signature:	/patricialwerner/
Date:	09/02/2011
<b>Total Attachments: 3</b> source=B DALTON BOOKSELLER LLC DE - CERTIFICATE OF MERGER#page1.tif source=B DALTON BOOKSELLER LLC DE - CERTIFICATE OF MERGER#page2.tif source=B DALTON BOOKSELLER LLC DE - CERTIFICATE OF MERGER#page3.tif	

# Delaware

PAGE 1

*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:

"B. DALTON BOOKSELLER, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

WITH AND INTO "BARNES & NOBLE BOOKSELLERS, INC." UNDER THE NAME OF "BARNES & NOBLE BOOKSELLERS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-THIRD DAY OF AUGUST, A.D. 2011, AT 3:32 O'CLOCK P.M.


A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE KENT COUNTY RECORDER OF DEEDS.

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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: 8987705

DATE: 08-23-11

TRADEMARK  
REEL: 004615 FRAME: 0639

CERTIFICATE OF MERGER

OF

B. DALTON BOOKSELLER, LLC  
(a Delaware Limited Liability Company)

INTO

BARNES & NOBLE BOOKSELLERS, INC.  
(a Delaware Corporation)

Pursuant to Title 8, Section 264(c) of the Delaware General Corporation Law (the "DGCL") and Title 6, Section 18-209 of the Delaware Limited Liability Company Act, the undersigned corporation, formed and existing under the laws of the State of Delaware, executed the following Certificate of Merger:

FIRST: The name of the surviving corporation is Barnes & Noble Booksellers, Inc., a Delaware corporation (the "Surviving Corporation"), and the name of the limited liability company being merged into this Surviving Corporation is B. Dalton Bookseller, LLC, a Delaware limited liability company (the "Merging Company").

SECOND: An Agreement and Plan of Merger, dated as of ~~AUGUST 17~~, 2011, has been approved, adopted, certified, executed and acknowledged by the Surviving Corporation and the Merging Company, in accordance with Section 264(c) of the DGCL.

THIRD: The Certificate of Incorporation of the Surviving Corporation, as now in force and effect, shall continue to be the Certificate of Incorporation of said Surviving Corporation until amended and changed pursuant to the provisions of the General Corporation Law of the State of Delaware.

FOURTH: The merger of the Merging Company into the Surviving Corporation shall be effective upon filing of this Certificate of Merger by the Secretary of State of the State of Delaware.

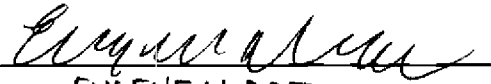
FIFTH: The executed Agreement and Plan of Merger is on file at 122 Fifth Avenue, New York, New York 10011, the place of business of the Surviving Corporation.

SIXTH: A copy of the Agreement and Plan of Merger will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any constituent corporation or member of any constituent limited liability company.

[Signature Page Follows]

IN WITNESS WHEREOF, Barnes & Noble Booksellers, Inc., said Surviving Corporation has caused this Certificate of Merger to be duly executed by an authorized officer on the 23 day of AUGUST, 2011.

BARNES & NOBLE BOOKSELLERS, INC.

By:   
Name: EUGENE V. DEFELICE  
Title: VICE PRESIDENT, GENERAL COUNSEL &  
SECRETARY