

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
Barnes & Noble Bookquest LLC		08/23/2011	LIMITED LIABILITY COMPANY: DELAWARE
RECEIVING PARTY DATA			
Name:	BARNESANDNOBLE.COM LLC		
Street Address:	76 9th Avenue, 11th Floor		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10011		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2792651	BOOKQUEST	
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/BOOKQUEST.MERGER		
NAME OF SUBMITTER:	Patricia L. Werner		
Signature:	/patricialwerner/		

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TRADEMARK
 REEL: 004615 FRAME: 0657

Date:

09/02/2011

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:

"BARNES & NOBLE BOOKQUEST LLC", A DELAWARE LIMITED LIABILITY COMPANY,


WITH AND INTO "BARNESANDNOBLE.COM LLC" UNDER THE NAME OF "BARNESANDNOBLE.COM LLC", A LIMITED LIABILITY COMPANY 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 3:36 O'CLOCK P.M.

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110945339



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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8988895

DATE: 08-24-11

TRADEMARK
REEL: 004615 FRAME: 0659

CERTIFICATE OF MERGER
OF
BARNES & NOBLE BOOKQUEST LLC
(a Delaware Limited Liability Company)
INTO
BARNESANDNOBLE.COM LLC
(a Delaware Limited Liability Company)

Pursuant to Title 6, Section 18-209 of the Delaware Limited Liability Company Act (the "DLLCA"), the undersigned limited liability company, formed and existing under the laws of the State of Delaware, executed the following Certificate of Merger:

FIRST: The name of the surviving limited liability company is barnesandnoble.com llc, a Delaware limited liability company (the "Surviving Company"), and the name of the limited liability company being merged into this Surviving Company is Barnes & Noble BookQuest LLC, a Delaware limited liability company (the "Merging Company").

SECOND: An Agreement and Plan of Merger, dated AUGUST 17, 2011, has been approved, adopted, certified, executed and acknowledged by the Surviving Company and the Merging Company in accordance with Section 18-209 of the DLLCA.

THIRD: The Certificate of Formation of the Surviving Company, as now in force and effect, shall continue to be the Certificate of Formation of said Surviving Company until amended and changed pursuant to the provisions of the Limited Liability Company Act of the State of Delaware.

FOURTH: The merger of the Merging Company into the Surviving Company 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 76 Ninth Avenue, New York, New York 10011, the place of business of the Surviving Company.

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

[Signature Page Follows]

IN WITNESS WHEREOF, barnesandnoble.com llc, said Surviving Company, has caused this Certificate of Merger to be duly executed by an authorized person, on the 23 day of AUGUST, 2011.

BARNESANDNOBLE.COM LLC

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