

**TRADEMARK ASSIGNMENT**

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<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Tikatok LLC		09/15/2011	LIMITED LIABILITY COMPANY: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	barnesandnoble.com llc		
<b>Street Address:</b>	76 9th Avenue		
<b>City:</b>	New York		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	10011		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE		
<b>PROPERTY NUMBERS Total: 6</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	85167374	BOOK SPARK	
<b>Serial Number:</b>	77936748	IMAGINE A STORY, CREATE A BOOK	
<b>Serial Number:</b>	77934314	STORYSPARKS	
<b>Serial Number:</b>	77938673	STORYWORLDS	
<b>Serial Number:</b>	77934305	TIKATOK	
<b>Serial Number:</b>	77934299	TIKATOK	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(212)541-4630		
<b>Phone:</b>	212-541-2000		
<b>Email:</b>	nyuspto@bryancave.com		
	<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>		
<b>Correspondent Name:</b>	Patricia L. Werner/Bryan Cave LLP		
<b>Address Line 1:</b>	1290 Avenue of the Americas		
<b>Address Line 4:</b>	New York, NEW YORK 10104		

**CH \$165.00 85167374**

ATTORNEY DOCKET NUMBER:	0302137/TIKATOK.ASSIGNMEN
NAME OF SUBMITTER:	Patricia L. Werner
Signature:	/patricialwerner/
Date:	09/16/2011
Total Attachments: 1 source=Tikatok.Assignment#page1.tif	

**TRADEMARK ASSIGNMENT**

**THIS TRADEMARK ASSIGNMENT**, entered into as of the last date written below, is made by and between **TIKATOK LLC**, a **Delaware limited liability company**, with a business address of **76 Ninth Avenue, New York, NY 10011** ("**Assignor**") and **barnesandnoble.com llc**, a **Delaware limited liability company**, with a business address of **76 Ninth Avenue, New York, NY 10011** ("**Assignee**").

**WHEREAS**, **Assignor** is the owner of the following trademark applications (hereinafter referred to as "**the Marks**"):

**BOOK SPARK – 85/167,374**  
**IMAGINE A STORY, CREATE A BOOK - 77/936,748**  
**STORYSPARKS – 77/934,314**  
**STORYWORLDS – 77/938,673**  
**TIKATOK (Stylized) in Color – 77/934,305**  
**TIKATOK in plain block letters – 77/934,299**

**AND WHEREAS**, **Assignee** is desirous of acquiring any and all rights that **Assignor** may have in and to **the Marks** and any applications or registrations therefor, together with the goodwill of the business in connection with which **the Marks** are used and which are symbolized by **the Marks**, along with the right to recover damages and profits for past infringements thereof; and

**NOW, THEREFORE**, for good and valuable consideration, the receipt of which is hereby acknowledged, **Assignor** does hereby assign, sell, transfer and convey unto **Assignee**, all right, title and interest in and to **the Marks**, including such other trademark, service mark and trade names as may be owned by **Assignor** and used in connection with **the Marks**, and any applications or registrations therefor, together with the goodwill of the business in connection with which **the Marks** are used and which are symbolized by **the Marks**, including, but not limited to, the use of **the Marks** in any manner; and **Assignor** does hereby further assign, sell, transfer and convey unto **Assignee** any and all claims of **Assignor** for past infringement and any and all causes of action of **Assignor** with respect to or arising out of **the Marks**, along with the right to recover damages and profits for past infringements thereof.

**Assignor** agrees to execute and deliver at the request of **Assignee**, all papers, instruments, and assignments, and to perform any other reasonable acts **Assignee** may require in order to vest all **Assignor's** rights, title, and interest in and to **the Marks** in **Assignee** and/or to provide evidence to support any of the foregoing in the event such evidence is deemed necessary by the **Assignee**, to the extent such evidence is in the possession or control of **Assignor**.

**IN WITNESS WHEREOF**, the undersigned has duly executed this **Trademark Assignment** for and on behalf of **Assignor** as of the day and year written below.

**TIKATOK LLC**

Dated: September 15, 2011

By: \_\_\_\_\_



Name: Bradley Feuer  
Title: Vice President