

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
NEW NEBRASKA BOOK COMPANY, INC.		06/29/2012	CORPORATION: DELAWARE
CAMPUS AUTHENTIC, LLC		06/29/2012	LIMITED LIABILITY COMPANY: DELAWARE
NBC TEXTBOOKS, LLC		06/29/2012	LIMITED LIABILITY COMPANY: DELAWARE
NEEBO, INC.		06/29/2012	CORPORATION: DELAWARE
NEEBO HOLDING COMPANY		06/29/2012	CORPORATION: DELAWARE
COLLEGE BOOKSTORES OF AMERICA, INC.		06/29/2012	CORPORATION: ILLINOIS
SPECIALTY BOOKS, INC.		06/29/2012	CORPORATION: DELAWARE
NET TEXTSTORE LLC		06/29/2011	LIMITED LIABILITY COMPANY: DELAWARE

**RECEIVING PARTY DATA**

<b>Name:</b>	WILMINGTON TRUST, National Association, as Collateral Agent
<b>Street Address:</b>	246 Goose Lane, Suite 105
<b>City:</b>	Guilford
<b>State/Country:</b>	CONNECTICUT
<b>Postal Code:</b>	06437
<b>Entity Type:</b>	national association: UNITED STATES

**PROPERTY NUMBERS Total: 32**

Property Type	Number	Word Mark
Registration Number:	2633247	GOT USED
Registration Number:	2480012	CONNECT2ONE
Registration Number:	2817707	WEBPRISM
Registration Number:	2568157	NBCPRISM
Registration Number:	2530469	NBC GRAPHICS COLLEGIATE WEAR "NO BETTER CHOICE"

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Registration Number:	1312759	NBC
Registration Number:	2867029	CAMPUSHUB
Registration Number:	3669119	CAMPUSHUB
Registration Number:	3739013	CAMPUSHUB
Registration Number:	3685557	ULOAD
Registration Number:	3346005	JUMPBOOKS
Registration Number:	3349098	VALIDIS
Registration Number:	3373501	RIPPLE
Registration Number:	3328622	CAMPUS AUTHENTIC
Registration Number:	3484123	COLLEGE STORE DESIGN
Registration Number:	3671529	FOUNDERS
Registration Number:	3484126	WINPRISM
Registration Number:	3484122	NBC TEXTBOOKS
Registration Number:	3670280	COLLEGE DINING DESIGN
Registration Number:	3640881	CAMPUS AUTHENTIC
Registration Number:	2923017	TRADITIONS
Registration Number:	2759396	GIVE US A CLICK
Registration Number:	3967523	COLLEGE CONVENIENCE STORE DESIGN
Registration Number:	3933020	MOBILE BUYBACK UNIT
Registration Number:	3933019	MOBILE BUYBACK
Registration Number:	4119082	NEEBO
Registration Number:	4129218	NEEBO
Registration Number:	3968022	NEEBO
Registration Number:	4016137	NEEBO
Serial Number:	85286876	NEEBO
Registration Number:	4129909	NEEBO
Registration Number:	3185880	SPECIALTY BOOKS

**CORRESPONDENCE DATA**

Fax Number: 6172890683

*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*

Phone: 617-856-8145

Email: ip@brownrudnick.com

Correspondent Name: Mark S. Leonardo

Address Line 1: One Financial Center

Address Line 2: Brown Rudnick LLP

**TRADEMARK**  
**REEL: 004811 FRAME: 0919**

Address Line 4: Boston, MASSACHUSETTS 02111

ATTORNEY DOCKET NUMBER: 29424/1

NAME OF SUBMITTER: Mark S. Leonardo

Signature: /Mark S. Leonardo/

Date: 06/29/2012

**Total Attachments: 5**

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**Notice of Grant of Security Interest in U.S. Trademarks**

To: United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to that certain Pledge and Security Agreement dated as of June 29, 2012 (as the same may be amended, modified, extended or restated from time to time, the “Security Agreement”) by and among NEW NEBRASKA BOOK COMPANY, INC., a Delaware corporation (“New NBC”), CAMPUS AUTHENTIC, LLC, a Delaware limited liability company (“Campus Authentic”), NBC TEXTBOOKS, LLC, a Delaware limited liability company (“NBC Textbooks”), NET TEXTSTORE LLC, a Delaware limited liability company (“Net Textstore”), NEEBO, INC., a Delaware Corporation (“Neebo”), NEEBO HOLDING COMPANY, a Delaware Corporation (“Neebo Holding”), COLLEGE BOOKSTORES OF AMERICA, INC., an Illinois Corporation (“College Bookstores”), SPECIALTY BOOKS, INC., a Delaware corporation (“Specialty Books”; together with New NBC, Campus Authentic, NBC Textbooks, Net Textstore, Neebo, Neebo Holding and College Bookstores collectively, the “Grantors” and each, a “Grantor”), and Wilmington Trust, National Association, in its capacity as Collateral Agent (the “Collateral Agent”), the undersigned have granted a continuing security interest in and continuing lien upon all their right, title, and interest in the trademarks shown below to the Collateral Agent for the benefit of the Secured Parties (as defined therein):

U.S. TRADEMARK REGISTRATIONS

<b>Mark</b>	<b>Reg. No.</b>	<b>Reg. Date</b>	<b>Serial No.</b>	<b>App. Date</b>	<b>Owner of Record</b>
GOT USED	2,633,247	10/8/2002	76/294,619	8/6/2001	Nebraska Book Company, Inc.
CONNECT2ONE	2,480,012	8/21/2001	76/119,855	8/31/2000	Nebraska Book Company, Inc.
WEBPRISIM	2,817,707	2/24/2004	75/925,323	2/9/2000	Nebraska Book Company, Inc.
NBCPRISM	2,568,157	5/7/2002	75/925,321	2/9/2000	Nebraska Book Company, Inc.
NBC GRAPHICS COLLEGIATE WEAR “NO BETTER CHOICE” and Design	2,530,469	1/15/2002	75/820,627	10/12/1999	Nebraska Book Company, Inc.
NBC and Design	1,312,759	1/1/1985	73/457,327	12/16/1983	Nebraska Book Company, Inc.
CAMPUSHUB	2,867,029	7/27/2004	75/925,306	2/9/2000	Nebraska Book Company, Inc.
CAMPUSHUB	3,669,119	8/18/2009	77/663,051	2/4/2009	Nebraska Book Company, Inc.
CAMPUSHUB	3,739,013	1/19/2010	77/663,067	2/4/2009	Nebraska Book Company, Inc.

Mark	Reg. No.	Reg. Date	Serial No.	App. Date	Owner of Record
ULOAD	3,685,557	9/22/2009	77/674,052	2/19/2009	Nebraska Book Company, Inc.
JUMBOOKS	3,346,005	11/27/2007	78/869,361	4/25/2006	Nebraska Book Company, Inc.
VALIDIS	3,349,098	12/4/1007	77/006,352	9/25/2006	Nebraska Book Company, Inc.
RIPPLE	3,373,501	1/22/2008	77/006,427	9/25/2006	Nebraska Book Company, Inc.
CAMPUS AUTHENTIC	3,328,622	11/6/2007	77/105,056	2/12/2007	Nebraska Book Company, Inc.
COLLEGE STORE DESIGN and Design	3,484,123	8/12/2008	77/358,131	12/21/2007	Nebraska Book Company, Inc.
FOUNDERS	3,671,529	8/25/2009	77/358,201	12/21/2007	Nebraska Book Company, Inc.
WINPRISM	3,484,126	8/12/2008	77/358,228	12/21/2007	Nebraska Book Company, Inc.
NBC TEXTBOOKS	3,484,122	8/12/2008	77/358,077	12/21/2007	Nebraska Book Company, Inc.
COLLEGE DINING DESIGN and Design	3,670,280	8/18/2009	77/413,706	3/5/2008	Nebraska Book Company, Inc.
CAMPUS AUTHENTIC	3,640,881	6/16/2009	77/452,337	4/18/2008	Nebraska Book Company, Inc.
TRADITIONS and Design	2,923,017	2/1/2005	78/344,625	12/23/2003	Nebraska Book Company, Inc.
GIVE US A CLICK and Design	2,759,396	9/2/2003	76/082,507	7/3/2000	Nebraska Book Company, Inc.
COLLEGE CONVENIENCE STORE DESIGN and Design	3,967,523	5/24/2011	77/967,452	3/24/2010	Nebraska Book Company, Inc.
MOBILE BUYBACK UNIT	3,933,020	3/15/2011	85/018521	4/20/2010	Nebraska Book Company, Inc.
MOBILE BUYBACK	3,933,019	3/15/2011	85/018,476	4/20/2010	Nebraska Book Company, Inc.
NEEBO	4,119,082	3/27/2012	85/021,123	4/22/2010	Nebraska Book Company, Inc.
NEEBO	4,129,218	4/17/2012	85/021,073	4/22/2010	Nebraska Book Company, Inc.
NEEBO	3,968,022	5/24/2011	85/975,202	4/22/2010	Nebraska Book Company, Inc.
NEEBO and Design	4,016,137	8/23/2011	85/290,374	4/8/2011	Nebraska Book Company, Inc.
NEEBO and Design	N/A	N/A	85/286,876	4/5/2011	Nebraska Book Company, Inc.

Mark	Reg. No.	Reg. Date	Serial No.	App. Date	Owner of Record
NEEBO and Design	4,129,909	4/17/2012	85/976,290	4/5/2011	Nebraska Book Company, Inc.
SPECIALTY BOOKS	3,185,880	12/19/2006	78/649,357	6/13/2005	Specialty Books, Inc.

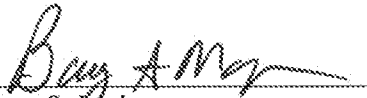
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The undersigned and the Collateral Agent hereby acknowledge and agree that the security interest in the foregoing trademarks (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark.

Very truly yours,

**NEW NEBRASKA BOOK COMPANY, INC.**, a  
Delaware corporation, as successor in interest to  
Nebraska Book Company, Inc.

By:   
Name: Barry S. Major  
Title: President

**SPECIALTY BOOKS, INC.**, a Delaware  
corporation

By:   
Name: Barry S. Major  
Title: President

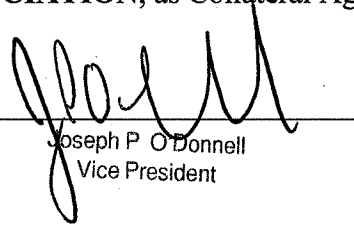
Acknowledged and Accepted:

**WILMINGTON TRUST, NATIONAL  
ASSOCIATION**, as Collateral Agent

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

Name: Joseph P. O'Donnell

Title: Vice President

A handwritten signature in black ink, appearing to read 'Joe O'Donnell', written over a horizontal line.

*[Signature Page to Notice of Grant of Security Interest in Trademarks]*