

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:		NEW ASSIGNMENT	
NATURE OF CONVEYANCE:		CHANGE OF NAME	
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
NEW NEBRASKA BOOK COMPANY, INC.		06/29/2012	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Nebraska Book Company, Inc.		
Street Address:	4700 South 19th Street		
City:	Omaha		
State/Country:	NEBRASKA		
Postal Code:	68501		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	85286876	NEEBO	
CORRESPONDENCE DATA			
Fax Number:	9136479057		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	9136479050		
Email:	tmdocketing.burbach@hoveywilliams.com		
Correspondent Name:	Cheryl L. Burbach		
Address Line 1:	10801 Mastin Blvd., Suite 1000		
Address Line 4:	Overland Park, KANSAS 66210		
ATTORNEY DOCKET NUMBER:	42851/5411.011		
NAME OF SUBMITTER:	Cheryl L. Burbach		
Signature:	/CLB/		

CH \$40.00 85286876

Date:

07/26/2012

Total Attachments: 4

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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:

"COLLEGE BOOKSTORES OF AMERICA, INC.", AN ILLINOIS CORPORATION,

WITH AND INTO "NEW NEBRASKA BOOK COMPANY, INC." UNDER THE NAME OF "NEBRASKA BOOK COMPANY, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-NINTH DAY OF JUNE, A.D. 2012, AT 2:24 O'CLOCK P.M.

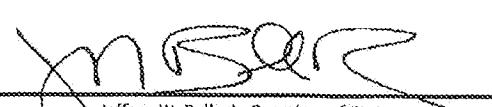
A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



5162783 8100M

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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9680899

DATE: 06-29-12

TRADEMARK
REEL: 004830 FRAME: 0063

CERTIFICATE OF OWNERSHIP AND MERGER

OF

COLLEGE BOOKSTORES OF AMERICA, INC.
(an Illinois corporation)

into

NEW NEBRASKA BOOK COMPANY, INC.
(a Delaware corporation)

Pursuant to the provisions of §253 and §303 of the
Delaware General Corporation Law

It is hereby certified that:

First: New Nebraska Book Company, Inc. (hereinafter referred to as the "Corporation") is a business corporation of the State of Delaware incorporated on May 31, 2012.

Second: The Corporation is the owner of all of the issued and outstanding shares of College Bookstores of America, Inc. ("CBA"), which is a business corporation of the State of Illinois incorporated on February 10, 1984.

Third: On June 27, 2011, Nebraska Book Company, Inc., a Kansas corporation, and its U.S. subsidiaries (collectively, the "Debtors"), including CBA, commenced voluntary cases under chapter 11 of title 11 of the United States Code, 11 U.S.C. et seq. (the "Bankruptcy Code") in the Bankruptcy Court of the District of Delaware (the "Bankruptcy Court") in a case styled as *In re Nebraska Book Company, Inc.*, Case No. 11-12005 (PJW). On May 30, 2012, the Bankruptcy Court, a court having jurisdiction of a proceeding under the Bankruptcy Code, entered an order [Docket No. 1283] (the "Confirmation Order") confirming the Debtors' Third Amended Joint Plan of Reorganization [Docket No. 1231], (as amended, the "Plan").

Fourth: The Confirmation Order provides for the merger of CBA with and into the Corporation (the "Merger").

Fifth: The following is a copy of the resolutions adopted on June 29, 2012 by the Board of Directors of the Corporation authorizing the Merger:

RESOLVED, that College Bookstores of America, Inc. be merged into this Corporation, and that all of the estate, property, rights, privileges, powers, and franchises of College Bookstores of America, Inc. be vested in and held and enjoyed by this Corporation as fully and entirely and without change or diminution as the same were before held and enjoyed by College Bookstores of America, Inc. in its name.

RESOLVED that this Corporation assume all of the obligations of College Bookstores of America, Inc.

RESOLVED that this Corporation shall cause to be executed and filed and/or recorded the documents prescribed by the laws of the State of Delaware, by the laws of the State of Illinois, and by the laws of any other appropriate jurisdiction and will cause to be performed all necessary acts within the jurisdiction of organization of College Bookstores of America, Inc. and of this Corporation and in any other appropriate jurisdiction.

RESOLVED that this Corporation shall change its corporate name to Nebraska Book Company, Inc.

Sixth: The Plan and Confirmation Order provide for the Merger and the making and filing of this Certificate of Ownership and Merger without any requirement of any action by the directors or stockholders of CBA or the Corporation.

Seventh: This Certificate of Ownership and Merger has been duly adopted and executed in accordance with Sections 303 and 253 of the General Corporation Law of the State of Delaware, as authorized by the Order.

Eighth: The Merger is to become effective upon the filing of this Certificate of Ownership and Merger.

* * * * *

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Ownership and Merger as of the date first set forth below.

DATED: June 29, 2012.

NEW NEBRASKA BOOK COMPANY, INC.

By: /S/ Kevin D. Harford
Kevin D. Harford, Secretary