

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Barnes & Noble, Inc.		04/24/2012	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Barnes & Noble Booksellers, Inc.		
Street Address:	122 Fifth Avenue		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10036		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	85553433	INSTANT COLLECTION	
CORRESPONDENCE DATA			
Fax Number:	6468780801		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	646-878-0820		
Email:	TM-USPTO@pczlaw.com		
Correspondent Name:	Todd Braverman, Esq.		
Address Line 1:	1500 Broadway, 12th Floor		
Address Line 2:	Pearl Cohen Zedek Latzer LLP		
Address Line 4:	New York, NEW YORK 10036		
ATTORNEY DOCKET NUMBER:	700922-38-00		
NAME OF SUBMITTER:	Todd Braverman, Esq.		
Signature:	/tjbraverman/		

CH \$40.00 85553433

900231245

TRADEMARK
REEL: 004844 FRAME: 0418

Date:

08/16/2012

Total Attachments: 7

source=Trademark Assignment with Schedule - B&N Inc. to B&N Booksellers - August 15, 2012#page1.tif

source=Trademark Assignment with Schedule - B&N Inc. to B&N Booksellers - August 15, 2012#page2.tif

source=Trademark Assignment with Schedule - B&N Inc. to B&N Booksellers - August 15, 2012#page3.tif

source=Trademark Assignment with Schedule - B&N Inc. to B&N Booksellers - August 15, 2012#page4.tif

source=Trademark Assignment with Schedule - B&N Inc. to B&N Booksellers - August 15, 2012#page5.tif

source=Trademark Assignment with Schedule - B&N Inc. to B&N Booksellers - August 15, 2012#page6.tif

source=Trademark Assignment with Schedule - B&N Inc. to B&N Booksellers - August 15, 2012#page7.tif

TRADEMARK ASSIGNMENT AGREEMENT

THIS TRADEMARK ASSIGNMENT AGREEMENT ("Assignment") is made and entered into as of April 24, 2012 ("Effective Date") by and between Barnes & Noble, Inc., a Delaware corporation, located at 122 Fifth Avenue, New York, NY 10011 ("Assignor") and Barnes & Noble Booksellers, Inc., a Delaware corporation, located at 122 Fifth Avenue, New York, NY 10011 ("Assignee").

WHEREAS, Assignor has adopted and used in its business the trade names, fictitious names, logos, designs, domain names, common law trademarks and service marks and trademark and service mark registrations and applications listed on the attached Schedule A (hereinafter referred to as the "Marks");

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.

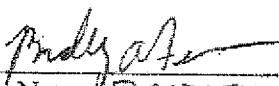
NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor does hereby assign, sell, transfer and convey unto Assignee all right, title and interest in and to the Marks, including such other trademarks, service marks, trade names, domain names and trade dress 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.

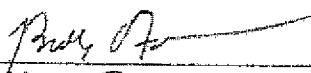
This Assignment may be signed in counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument.

IN WITNESS WHEREOF, Assignor and Assignee have caused this Assignment to be signed and executed by the undersigned officers thereunto duly authorized as of the date first set forth above.

ASSIGNOR:
BARNES & NOBLE, INC.

By: 
Name: BRADLEY A. FEUER
Title: VICE PRESIDENT +
ASSISTANT GENERAL COUNSEL

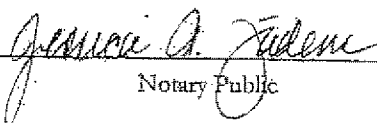
ASSIGNEE:
BARNES & NOBLE BOOKSELLERS, INC.

By: 
Name: BRADLEY A. FEUER
Title: VICE PRESIDENT, ASST. GENERAL COUNSEL



State of NEW YORK)
County of NEW YORK) ss:



On this 24th day of April, 2012, personally appeared BRADLEY A. FEUER, VICE PRESIDENT ASSISTANT GENERAL COUNSEL of Barnes & Noble, Inc., the Assignor above named, and acknowledged that he executed the foregoing Trademark Assignment Agreement on behalf of said Assignor and pursuant to authority duly received, and who, having been duly sworn, stated that any representations therein contained are true.





JESSICA A. FADEM
NOTARY PUBLIC-STATE OF NEW YORK
No. 01FA6236273
Qualified in Kings County
Commission Expires February 28, 2015




Notary Public

SCHEDULE A

Word Mark	Serial Number	Reg. Number	Filing Date Registration Date
HOLD THAT PAGE	85532110		February 2, 2012
PUNCTUATE	85537431		February 8, 2012
punctuate	85537444		February 8, 2012
punctuate	85539040		February 10, 2012
TASUME	85268644		March 16, 2011
	85159262		October 22, 2010
SANDY CREEK & DESIGN	85521108		January 20, 2012
			
SPOTLIGHT	85519391		January 18, 2012
NIGHTYWORDS	85519170		January 18, 2012
SMARTER TOYS & GAMES, SMARTER KIDS.	85060990		June 11, 2010
FLASH KIDS	85070136		

Word Mark	Serial Number	Reg. Number	Filing Date Registration Date
FastKids			
PUBBIT BY BARNES & NOBLE	85038237		May 13, 2011
pubbit! <small>BY BARNES & NOBLE</small>			
MORE IN STORE	85012955		April 13, 2010
INSTANT COLLECTION	85553433		February 27, 2012
	85434660		September 28, 2011
NEWS	85395098		August 11, 2011
READ IN STORE	85012967		April 13, 2010
SEARCH & FIND	78936072	3281157	August 14, 2007
LIBRARY OF ESSENTIAL WRITERS	78834040	3287099	August 28, 2007
FLASH SKILLS	78677504	3063777	February 28, 2006
LIBRARY OF ESSENTIAL READING	78553177	3178149	November 28, 2006
FLASH KIDS	78544954	3150545	October 3, 2006
FLASH THE DOG	78544949	3152910	October 10, 2006
DOG DESIGN	78544934	3161066	October 17, 2006
			
B	78279437	2973557	July 19, 2005

Word Mark	Serial Number	Reg. Number	Filing Date Registration Date
			
FLASH KIDS	78254614	3032829	December 20, 2005
PORTABLE PROFESSOR	78414413	2963415	June 21, 2005
PORTABLE PROFESSOR	78414423	2959867	June 7, 2005
 PORTABLE PROFESSOR			
IT'S ALL ABOUT CHOICE	78373946	3146293	September 19, 2006
PUNCTUATE	78321755	2899910	November 2, 2004
 PUNCTUATE			
BARNISIE "THE NOBLE BEAR"	78303709	2915318	December 28, 2004
BARNISIE	78303701	2973808	July 19, 2005
SANDY CREEK & DESIGN	77979843	3862116	October 12, 2010
 SANDY CREEK			
SANDY CREEK	77979832	3836237	August 17, 2010
PONDVIEW	77924860		February 1, 2010
RAINING LETTERS	77850177	3846452	September 7, 2010
DREAM QUOTES	77850170	3846451	September 7, 2010

Word Mark	Serial Number	Reg. Number	Filing Date Registration Date
HEART TO HEART	77778236	3846296	September 7, 2010
GREEN FROG BOOKS	77695021		March 19, 2009
FALL RIVER PRESS	77449742	3857304	October 5, 2010
FALL RIVER PRESS	77449733	3857303	October 5, 2010
 SANDY CREEK & DESIGN	77449621		October 28, 2008
 SANDY CREEK			
LITTLE-KNOWN FACTS ABOUT WELL-KNOWN PLACES	77427377	3593384	March 17, 2009
MIGHTYWORDS	77395966		February 13, 2008
HOW TO, BY YOU	77246271	3558392	January 6, 2009
SILVER LINING	77227159	3737410	January 12, 2010
FALL RIVER PRESS	77226647	3541143	December 2, 2008
UNION SQUARE	76383628	3009088	October 25, 2005
NOW WHAT?!	76328285	2662558	December 17, 2002
RANSOM NOTES	75912951	2408915	November 28, 2000
NOW WHAT?!	75853137	2600006	July 30, 2002

Word Mark	Serial Number	Reg. Number	Filing Date Registration Date
PUNCTUATE!	75841064	2476598	August 7, 2001
DISCOVER GREAT NEW WRITERS	75172094	2119413	December 9, 1997
DISCOVER GREAT NEW WRITERS	75171126	2119402	December 9, 1997
DISCOVER GREAT NEW WRITERS	75171095	2119401	December 9, 1997

TRADEMARK

REEL: 004844 FRAME: 0426

RECORDED: 08/16/2012