

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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|----------------------------------|-------------------------------|-----------------------------------|-------------------------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | RELEASE BY SECURED PARTY | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Innovative Brands, LLC, as Agent | | 12/07/2012 | LIMITED LIABILITY COMPANY: DELAWARE |
| RECEIVING PARTY DATA | | | |
| Name: | Bookspan | | |
| Street Address: | 501 Franklin Avenue | | |
| City: | Garden City | | |
| State/Country: | NEW YORK | | |
| Postal Code: | 11530 | | |
| Entity Type: | General Partnership: DELAWARE | | |
| PROPERTY NUMBERS Total: 21 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 2256398 | BOOK-OF-THE-MONTH CLUB | |
| Registration Number: | 1029328 | BOOK-OF-THE-MONTH CLUB NEWS | |
| Registration Number: | 0968359 | BOOK-OF-THE-MONTH CLUB | |
| Registration Number: | 2158615 | CHILDREN'S BOOK-OF-THE-MONTH CLUB | |
| Registration Number: | 2158616 | CHILDREN'S BOOK-OF-THE-MONTH CLUB | |
| Registration Number: | 1823444 | CRAFTER'S CHOICE | |
| Registration Number: | 3305635 | FANTASTIC FINDS | |
| Registration Number: | 3080811 | HEAVEN SENT | |
| Registration Number: | 3314326 | HEAVEN SENT HEARTBEAT | |
| Registration Number: | 1493727 | HOMESTYLE BOOKS | |
| Registration Number: | 2533065 | INSIGHTOUT | |
| Registration Number: | 2757456 | MOSAICO | |
| Registration Number: | 2074321 | ONE SPIRIT | |
| Registration Number: | 2080004 | ONE SPIRIT | |

TRADEMARK

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| Registration Number: | 1100947 | QUALITY PAPERBACK BOOK CLUB |
| Registration Number: | 3177107 | SERVICES THAT WORK TOGETHER FOR YOU |
| Registration Number: | 2079919 | THE GOOD COOK |
| Registration Number: | 1392691 | THE HISTORY BOOK CLUB |
| Registration Number: | 1804463 | TRIANGLE CLASSICS |
| Registration Number: | 3137231 | YES SOLUTIONS |
| Registration Number: | 3132300 | ZOOBA |

CORRESPONDENCE DATA

Fax Number: 6027985595
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
Phone: (602) 798-5517
Email: colej@ballardspahr.com
Correspondent Name: Jamie D. Cole
Address Line 1: 1 East Washington Street
Address Line 2: Suite 2300
Address Line 4: Phoenix, ARIZONA 85004-2555

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|-------------------------|-----------------|
| ATTORNEY DOCKET NUMBER: | 00143334 |
| NAME OF SUBMITTER: | Jamie D. Cole |
| Signature: | /Jamie D. Cole/ |
| Date: | 12/07/2012 |

Total Attachments: 3
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**TERMINATION AND RELEASE OF
SECURITY INTEREST IN TRADEMARKS**

This TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS (“Termination”) is executed and delivered as of the 7th day of December, 2012 by Innovative Brands, LLC, as Agent (the “Agent”), to Bookspan, a Delaware general partnership (“Debtor”).

BACKGROUND

A. The Agent and Debtor executed the Amended and Restated Trademark Security Agreement dated as of December 3, 2012 (the “Trademark Security Agreement”) in connection with the Security Agreement dated as of December 1, 2005 among Debtor, the other debtors party thereto and the Agent, as amended, modified, supplemented or restated from time to time.

B. Pursuant to the Trademark Security Agreement, Debtor granted to the Agent a security interest in the trademarks set forth on Exhibit A attached hereto and made a part hereof.

C. The Trademark Security Agreement was recorded in the United States Patent and Trademark Office (“USPTO”) at Reel 4913, Frame 0585.

NOW THEREFORE, with the foregoing Background incorporated by reference and intending to be legally bound hereby, the parties agree as follows:

1. The Agent terminates and releases all of its rights, title and interest in the trademarks set forth on Exhibit A.
2. Debtor, or its designee, may record this Termination in the USPTO and in any other trademark offices as may be necessary to carry out the intentions of this Termination.

[Signature on following page]

IN WITNESS WHEREOF, the Agent has executed and delivered this Termination as of the day and year first above written.

Innovative Brands, LLC, as Agent

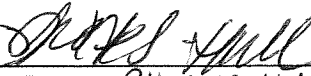
By: 
Name: TINA RHODES-HALL
Title: AUTHORIZED REPRESENTATIVE

EXHIBIT A
U.S. REGISTERED TRADEMARKS AND TRADEMARK APPLICATIONS
FEDERAL TRADEMARK REGISTRATIONS

| TRADEMARKS | FILED | SERIAL # | REG. DATE | REG. # |
|-------------------------------------|--------------|-----------------|------------------|---------------|
| BOOK-OF-THE-MONTH CLUB | 07/07/1997 | 75319643 | 06/29/1999 | 2256398 |
| BOOK-OF-THE-MONTH CLUB NEWS | 06/06/1974 | 73023497 | 01/06/1976 | 1029328 |
| BOOK-OF-THE-MONTH-CLUB | 03/20/1972 | 72418835 | 09/11/1973 | 0968359 |
| CHILDREN'S BOOK-OF-THE-MONTH CLUB | 03/14/1997 | 75257083 | 05/19/1998 | 2158615 |
| CHILDREN'S BOOK-OF-THE-MONTH CLUB | 03/14/1997 | 75257085 | 05/19/1998 | 2158616 |
| CRAFTER'S CHOICE | 06/01/1993 | 74396145 | 02/22/1994 | 1823444 |
| FANTASTIC FINDS | 12/11/2006 | 77061102 | 10/09/2007 | 3305635 |
| HEAVEN SENT | 11/03/2004 | 78510640 | 04/11/2006 | 3080811 |
| HEAVEN SENT HEARTBEAT | 02/08/2006 | 78809737 | 10/16/2007 | 3314326 |
| HOMESTYLE BOOKS | 10/09/1987 | 73689200 | 06/21/1998 | 1493727 |
| INSIGHTOUT | 06/12/2000 | 78012165 | 01/22/2002 | 2533065 |
| MOSAICO | 05/14/2001 | 78063466 | 08/26/2003 | 2757456 |
| ONE SPIRIT | 05/12/1995 | 74673286 | 06/24/1997 | 2074321 |
| ONE SPIRIT | 09/25/1995 | 74734066 | 07/15/1997 | 2080004 |
| QUALITY PAPERBACK BOOK CLUB | 12/03/1976 | 73108451 | 08/29/1978 | 1100947 |
| SERVICES THAT WORK TOGETHER FOR YOU | 01/23/2006 | 78796809 | 11/28/2006 | 3177107 |
| THE GOOD COOK | 08/07/1995 | 74712389 | 07/15/1997 | 2079919 |
| THE HISTORY BOOK CLUB | 05/27/1982 | 73366728 | 05/06/1986 | 1392691 |
| TRIANGLE CLASSICS | 03/10/1993 | 74366518 | 11/16/1993 | 1804463 |
| YES SOLUTIONS | 05/09/2005 | 78625288 | 08/29/2006 | 3137231 |
| ZOOPA | 05/02/2005 | 78620658 | 08/22/2006 | 3132300 |