

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM319284

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Neebo, Inc.		10/01/2014	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Wilmington Trust, National Association, as Collateral Agent		
<b>Street Address:</b>	1100 NORTH MARKET STREET		
<b>City:</b>	WILMINGTON		
<b>State/Country:</b>	DELAWARE		
<b>Postal Code:</b>	19801		
<b>Entity Type:</b>	National Association: UNITED STATES		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	86368392	THREAD	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	4048738501		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
<b>Phone:</b>	404-870-5617		
<b>Email:</b>	susan.lake@agg.com		
<b>Correspondent Name:</b>	Susan Lake, Paralegal		
<b>Address Line 1:</b>	171 17th Street, NW		
<b>Address Line 2:</b>	Arnall Golden Gregory LLP		
<b>Address Line 4:</b>	Atlanta, GEORGIA 30363		
<b>ATTORNEY DOCKET NUMBER:</b>	28698-16		
<b>NAME OF SUBMITTER:</b>	Susan Lake		
<b>SIGNATURE:</b>	/Susan Lake/		
<b>DATE SIGNED:</b>	10/07/2014		
<b>Total Attachments: 3</b>			
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CH \$40.00 86368392

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

October 1, 2014

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 NEEBO, INC., a Delaware corporation, certain of its subsidiaries, and WILMINGTON TRUST, NATIONAL ASSOCIATION, in its capacity as "Collateral Agent", the undersigned have granted a continuing security interest in and to, and Lien (as defined in the Security Agreement) upon, all right, title, and interest in the trademarks shown below to the Collateral Agent:

U.S. TRADEMARK REGISTRATIONS

Mark	Reg. No.	Reg. Date	Serial No.	App. Date	Owner of Record
THREAD	Pending	Pending	86368392	8/15/14	Nebraska Book Company, Inc.

[Signature pages to follow]

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 or any of the goodwill associated therewith.

Very truly yours,

**NEBRASKA BOOK COMPANY, INC.**

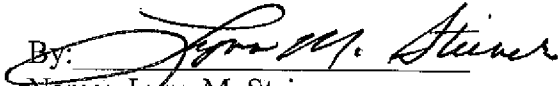
By: 

Name: *Steve Clemente*

Title: *10-1-2014*

Acknowledged and Accepted:

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

By: 

Name: Lynn M. Steiner

Title: Vice President

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

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**RECORDED: 10/07/2014**

**TRADEMARK**  
**REEL: 005376 FRAME: 0440**