TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM323335

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Termination and Release of Trademark Security Agreement

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
MAST SELECT OPPORTUNITIES MASTER FUND L.P., as Administrative Agent		11/13/2014	PARTNERSHIP: CAYMAN ISLANDS

RECEIVING PARTY DATA

Name:	NEBRASKA BOOK COMPANY, INC.
Street Address:	4700 South 19th Street
City:	Lincoln
State/Country:	NEBRASKA
Postal Code:	68501
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 39

Property Type	Number	Word Mark
Registration Number:	2480012	CONNECT2ONE
Registration Number:	2817707	WEBPRISM
Registration Number:	2568157	NBCPRISM
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

OP $990.00 2480012

Property Type	Number	Word Mark
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
Serial Number:	85021117	NEEBO
Serial Number:	85021087	NEEBO
Serial Number:	85301084	NEEBO
Serial Number:	85301095	NEEBO
Registration Number:	3185880	SPECIALTY BOOKS
Serial Number:	85900562	PRISM360
Serial Number:	85900568	PRISM360+
Serial Number:	85917114	INTUITION
Serial Number:	85917115	BOOKSMART
Serial Number:	86140891	NEEBO BOOKSMART

CORRESPONDENCE DATA

Fax Number:

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.

Phone: 6173417717

Email: mfischer@morganlewis.com

Correspondent Name: Marney Fischer

Address Line 1: 225 Franklin Street

Address Line 2: Morgan Lewis & Bockius, LLP - 16th Floor

Address Line 4: Boston, MASSACHUSETTS 02110

ATTORNEY DOCKET NUMBER:	000095.0004
NAME OF SUBMITTER:	Marney Smyth Fischer
SIGNATURE:	/Marney Smyth Fischer/
DATE SIGNED:	11/14/2014

Total Attachments: 4

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EXECUTION VERSION

TERMINATION AND RELEASE OF TRADEMARK SECURITY AGREEMENT

This Termination and Release of Trademark Security Agreement (the "Trademark Release") is conveyed as of November 13, 2014, **MAST SELECT OPPORTUNITIES MASTER FUND L.P.**, as administrative agent for itself and other Lenders (as defined below) under the Credit and Security Agreement referred to below (in such capacity, the "Administrative Agent"), in favor of **NEBRASKA BOOK COMPANY, INC.**, a Delaware corporation (the "Borrower"), individually, the "Grantor". Capitalized terms used herein and not otherwise defined herein shall have the respective meanings provided therefor in the Credit and Security Agreement.

WHEREAS, pursuant to that certain Credit and Security Agreement dated March 4, 2013 among the Grantor, each lender from time to time party thereto (collectively, the "Lenders" and individually, a "Lender"), the Administrative Agent and the Collateral Documents, the Grantor granted Administrative Agent a continuing security interest (the "Security Interest") in favor of Administrative Agent, in and to certain intellectual property held by the Grantor, including without limitation the trademarks listed in Schedule A (collectively, the "Trademarks") and all of the goodwill of the business connected with the use of, and symbolized by the Trademarks.

WHEREAS, notice of the Security Interest was recorded with the United States Patent and Trademark Office (i) on July 25, 2012 at Reel 4829, Frame 0136, (ii) on March 4, 2013 at Reel 004974, Frame 0311, (iii) on June 4, 2013 at Reel 005040, Frame 0737, and (iv) July 10, 2014 at Reel 005320, Frame 0195.

WHEREAS, the Administrative Agent has agreed to terminate and release its security interest in all such Trademarks as herein provided.

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which the parties acknowledge, Administrative Agent, for itself and on behalf of the other Secured Parties, hereby releases the Security Interest and hereby waives and relinquishes all its rights, powers, privileges and remedies with respect to the Security Interest.

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IN WITNESS WHEREOF, the undersigned has caused this Trademark Release to be duly executed as of the date first written above.

MAST SELECT OPPORTUNITIES MASTER FUND L.P,
as Administrative Agent

By: Mast Select Opportunities GP, LLC,
as General Partner

By: _____
Name: Adam Kleinman
Title: Authorized Signatory

[NBC – Signature Page to Trademark Release]

SCHEDULE A

U.S. TRADEMARK REGISTRATIONS

Mark	Reg. No.	Reg. Date	Serial No.	App. Date	Owner of Record
CONNECT2ONE*	2,480,012	8/21/2001	76/119,855	8/31/2000	Nebraska Book Company, Inc.
WEBPRISM	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 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.
ULOAD	3,685,557	9/22/2009	77/674,052	2/19/2009	Nebraska Book Company, Inc.
JUMPBOOKS	3,346,005	11/27/2007	78/869,361	4/25/2006	Nebraska Book Company, Inc.
VALIDIS	3,349,098	12/4/2007	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.

Mark	Reg. No.	Reg. Date	Serial No.	App. Date	Owner of Record
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	85/018,521	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.
NEEBO and Design	4,129,909	4/17/2012	85/976,290	4/5/2011	Nebraska Book Company, Inc.
NEEBO	N/A	N/A	85/021,117	4/22/2010	Nebraska Book Company, Inc.
NEEBO	N/A	N/A	85/021,087	4/22/2010	Nebraska Book Company, Inc.
NEEBO	N/A	N/A	85/301,084	4/21/2011	Nebraska Book Company, Inc.
NEEBO DESIGN	N/A	N/A	85/301,095	4/21/2011	Nebraska Book Company, Inc.
SPECIALTY BOOKS	3,185,880	12/19/2006	78/649,357	6/13/2005	Specialty Books, Inc.
PRISM360	Pending	Pending	85/900562	4/10/2013	Nebraska Book Company, Inc.
PRISM360+	Pending	Pending	85/900568	4/10/2013	Nebraska Book Company, Inc.
InTuition	Pending	Pending	85/917114	4/29/2013	Nebraska Book Company, Inc.
BookSmart	Pending	Pending	85/917115	4/29/2013	Nebraska Book Company, Inc.
NEEBO BOOKSMART	Pending	Pending	86/140891	12/11/2013	Nebraska Book Company, Inc.