

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM333070

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ENTITY CONVERSION		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
BAKER & TAYLOR, INC.		02/20/2015	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	BAKER & TAYLOR, LLC		
<b>Street Address:</b>	2550 West Tyvola Road, Suite 300		
<b>City:</b>	Charlotte		
<b>State/Country:</b>	NORTH CAROLINA		
<b>Postal Code:</b>	28217		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE		
<b>PROPERTY NUMBERS Total: 15</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3253338	BATHROOM READERS' INSTITUTE	
<b>Registration Number:</b>	3918476	PARFAIT PRESS	
<b>Registration Number:</b>	3912738	UNCLE JOHN'S BATHROOM READER	
<b>Registration Number:</b>	3806025	INSTANT GENIUS	
<b>Registration Number:</b>	2942006	UNCLE JOHN'S BATHROOM READER FOR KIDS ON	
<b>Registration Number:</b>	4680742	IFLUSH	
<b>Registration Number:</b>	3255677	SILVER DOLPHIN	
<b>Serial Number:</b>	86540268	SILVER DOLPHIN	
<b>Registration Number:</b>	2719099	THUNDER BAY	
<b>Serial Number:</b>	86540302	THUNDER BAY	
<b>Serial Number:</b>	78899175	PORTABLE PRESS	
<b>Serial Number:</b>	78898265	PORTABLE PRESS	
<b>Serial Number:</b>	86539697	PORTABLE PRESS	
<b>Serial Number:</b>	86489905	MADAME BOVARY GUSTAVE FLAUBERT CC CANTER	
<b>Serial Number:</b>	85912723	AMAZERASERS	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	3128637806		
<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>			

OP \$390.00 3253338

**Phone:** 312-863-7198  
**Email:** nancy.brougher@goldbergkohn.com  
**Correspondent Name:** Nancy Brougher, Paralegal  
**Address Line 1:** Goldberg Kohn Ltd.  
**Address Line 2:** 55 East Monroe Street, Suite 3300  
**Address Line 4:** Chicago, ILLINOIS 60603

**ATTORNEY DOCKET NUMBER:** 1989.288

**NAME OF SUBMITTER:** Nancy Brougher

**SIGNATURE:** /njb/

**DATE SIGNED:** 02/24/2015

**Total Attachments: 6**

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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 THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "BAKER & TAYLOR, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "BAKER & TAYLOR, INC." TO "BAKER & TAYLOR, LLC", FILED IN THIS OFFICE ON THE NINETEENTH DAY OF FEBRUARY, A.D. 2015, AT 3:49 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE TWENTIETH DAY OF FEBRUARY, A.D. 2015, AT 11:54 O'CLOCK P.M.

2282751 8100V

150223377



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 2134191

DATE: 02-19-15

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

TRADEMARK  
REEL: 005465 FRAME: 0258

# Delaware

PAGE 2

*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF CERTIFICATE OF FORMATION OF "BAKER & TAYLOR, LLC" FILED IN THIS OFFICE ON THE NINETEENTH DAY OF FEBRUARY, A.D. 2015, AT 3:49 O'CLOCK P.M.

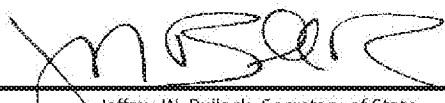
AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF FORMATION IS THE TWENTIETH DAY OF FEBRUARY, A.D. 2015, AT 11:54 O'CLOCK P.M.



2282751 8100V

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You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 2134191

DATE: 02-19-15

TRADEMARK  
REEL: 005465 FRAME: 0259

**CERTIFICATE OF CONVERSION  
OF BAKER & TAYLOR, INC.  
FROM A CORPORATION TO A LIMITED LIABILITY COMPANY  
PURSUANT TO § 18-214 OF THE LIMITED LIABILITY ACT**


**FEBRUARY 19, 2015**

Pursuant to the provisions of § 18-214 of the Delaware Limited Liability Company Act, the undersigned hereby certifies:

1. The jurisdiction where the corporation first formed is Delaware.
2. The date the corporation first formed is December 23, 1991.
3. The name of the corporation immediately prior to filing this Certificate is Baker & Taylor, Inc.
4. The name of the limited liability company as set forth in the Certificate of Formation is Baker & Taylor, LLC.
5. The effective time of this Certificate of Conversion shall be 11:54 p.m. New York time on February 20, 2015.

IN WITNESS WHEREOF, this Certificate of Conversion has been duly executed by the undersigned,  
as of the date first written above.

BAKER & TAYLOR, INC.

By:   
Name: George F. Coe  
Title: Authorized Person

**CERTIFICATE OF FORMATION  
OF  
BAKER & TAYLOR, LLC**

**February 19, 2015**


The undersigned, desiring to form a limited liability company pursuant to the Delaware Limited Liability Company Act, 6 Delaware Code, Chapter 18, hereby certifies as follows:

**FIRST:** The name of the limited liability company is Baker & Taylor, LLC.

**SECOND:** The address of its registered office in the State of Delaware is c/o The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, County of New Castle, City of Wilmington, in the State of Delaware, 19801.

**THIRD:** The effective time of this Certificate of Formation shall be 11:54 p.m. New York time on February 20, 2015.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation as of the day first written above.

By:   
Name: George F. Coe  
Title: Authorized Person

*[Baker & Taylor LLC DE Certificate of Formation]*