

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM335739

<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>
Nebraska Book Company, Inc.		03/17/2015	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Wilmington Trust, National Association, as Collateral Agent		
<b>Street Address:</b>	50 SOUTH SIXTH STREET, SUITE 1290		
<b>City:</b>	Minneapolis		
<b>State/Country:</b>	MINNESOTA		
<b>Postal Code:</b>	55402		
<b>Entity Type:</b>	national association: UNITED STATES		
<b>PROPERTY NUMBERS Total: 4</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	86442459	NEEBO	
<b>Serial Number:</b>	86474684	NEEBO THREAD	
<b>Serial Number:</b>	86442455	NEEBO	
<b>Serial Number:</b>	86552021	NEEBO	
<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		
<b>Address Line 2:</b>	Arnall Golden Gregory LLP		
<b>Address Line 4:</b>	Atlanta, GEORGIA 30363		
<b>ATTORNEY DOCKET NUMBER:</b>	28698-2		
<b>NAME OF SUBMITTER:</b>	Susan Lake		
<b>SIGNATURE:</b>	/Susan Lake/		
<b>DATE SIGNED:</b>	03/20/2015		
<b>Total Attachments: 3</b>			

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

March 17, 2015

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
NEEBO	Pending	Pending	86442459	11/3/14	Nebraska Book Company, Inc.
NEEBO THREAD	Pending	Pending	86474684	12/2/14	Nebraska Book Company, Inc.
NEEBO and Design	Pending	Pending	86442455	11/3/14	Nebraska Book Company, Inc.
NEEBO and Design	Pending	Pending	86552021	3/3/15	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.**

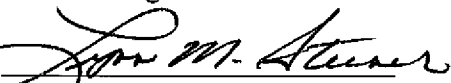
By: 

Name: John Otterberg

Title: CEO

Acknowledged and Accepted:

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

By:   
Name: Lynn M. Steiner  
Title: Vice President