

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM379729

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Baker & Taylor, Inc.		02/19/2015	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	Baker & Taylor, LLC		
Street Address:	2550 West Tyvola Road		
Internal Address:	Suite 300		
City:	Charlotte		
State/Country:	NORTH CAROLINA		
Postal Code:	28217		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	1653849	STEPS	
CORRESPONDENCE DATA			
Fax Number:	2124808421		
<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>			
Phone:	2125741200		
Email:	trademarks@sewkis.com		
Correspondent Name:	Beth H. Alter/Seward & Kissel LLP		
Address Line 1:	One Battery Park Plaza		
Address Line 4:	New York, NEW YORK 10004		
ATTORNEY DOCKET NUMBER:	93000-1352		
NAME OF SUBMITTER:	Beth H. Alter		
SIGNATURE:	/Beth H. Alter/		
DATE SIGNED:	04/07/2016		
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.

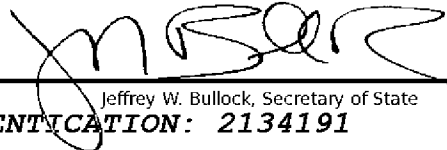
AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE TWENTIETH DAY OF FEBRUARY, A.D. 2015, AT 11:54 O'CLOCK P.M.

2282751 8100V

150223377

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 2134191

DATE: 02-19-15

TRADEMARK
REEL: 005767 FRAME: 0152

Delaware

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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.

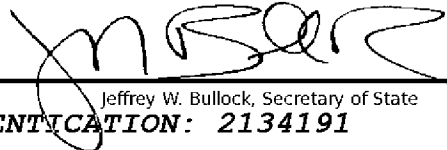
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Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 2134191

DATE: 02-19-15

TRADEMARK
REEL: 005767 FRAME: 0153

**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]