

PATENT ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

| | |
|---|--|
| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | Grant of Security Interest in U.S. Patents |
| CONVEYING PARTY DATA | |
| Name | Execution Date |
| NEW NEBRASKA BOOK COMPANY, INC. | 06/29/2012 |
| RECEIVING PARTY DATA | |
| Name: | MAST SELECT OPPORTUNITIES MASTER FUND L.P. |
| Street Address: | 200 Clarendon Street |
| Internal Address: | 51st Floor |
| City: | Boston |
| State/Country: | MASSACHUSETTS |
| Postal Code: | 02110 |
| PROPERTY NUMBERS Total: 5 | |
| Property Type | Number |
| Patent Number: | 7958017 |
| Application Number: | 11840603 |
| Application Number: | 12367837 |
| Application Number: | 12548846 |
| Application Number: | 13103643 |
| CORRESPONDENCE DATA | |
| Fax Number: | 6173417701 |
| Phone: | 6173417729 |
| Email: | kschmidt@morganlewis.com |
| <i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i> | |
| Correspondent Name: | Katarzyna Schmidt |
| Address Line 1: | 225 Franklin Street |
| Address Line 2: | 16th Fl., c/oMorgan, Lewis & Bockius LLP |
| Address Line 4: | Boston, MASSACHUSETTS 02110 |

NAME OF SUBMITTER:

Katarzyna Schmidt

Total Attachments: 3

source=NBC - ABL - Notice of Grant - Patents (execution)#page1.tif

source=NBC - ABL - Notice of Grant - Patents (execution)#page2.tif

source=NBC - ABL - Notice of Grant - Patents (execution)#page3.tif

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

To: United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to that certain Credit 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 NEW NEBRASKA BOOK COMPANY, INC., a Delaware corporation, which will be renamed Nebraska Book Company, Inc. on or about the Closing Date (“Parent”), CAMPUS AUTHENTIC LLC, a Delaware limited liability company (“Campus Authentic”), COLLEGE BOOKSTORES OF AMERICA, INC., an Illinois corporation (“College Bookstores”), NBC TEXTBOOKS LLC, a Delaware limited liability company (“NBC Textbooks”), NET TEXTSTORE LLC, a Delaware limited liability company (“Net Textstore”), SPECIALTY BOOKS, INC., a Delaware corporation (“Specialty Books”; together with Parent, Campus Authentic, College Bookstores, NBC Textbooks, and Net Textstore, collectively, the “Borrowers” and each, a “Borrower”), NEEBO, INC., a Delaware corporation (“Neebo”), NEEBO HOLDING COMPANY, a Delaware corporation (“Neebo Holding”; together with Neebo, the “Guarantors”), MAST SELECT OPPORTUNITIES MASTER FUND L.P., in its capacity as “Administrative Agent,” and the “Lenders” from time to time party thereto, the undersigned has granted a continuing security interest in and to, and Lien (as defined in the Security Agreement) upon, all right, title, and interest in the patents and patent applications shown below to the Administrative Agent for the benefit of the Lenders:

U.S. PATENTS AND PATENT APPLICATIONS

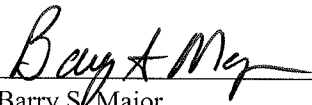
| Title | Patent No. | Issue Date | Application No. | Application Date | Owner of Record |
|--|------------|------------|-----------------|------------------|---------------------------------|
| Digital delivery system and method | N/A | N/A | 11/840,603 | 8/17/2007 | New Nebraska Book Company, Inc. |
| Automatic book purchasing and consolidation method | 7,958,017 | 6/7/2011 | 12/132,354 | 6/3/2008 | New Nebraska Book Company, Inc. |
| Mobile item-purchasing system | N/A | N/A | 12/367,837 | 2/9/2009 | New Nebraska Book Company, Inc. |
| Chunked content facilitation system and method | N/A | N/A | 12/548,846 | 8/27/2009 | New Nebraska Book Company, Inc. |
| Automated item purchasing and consolidation system | N/A | N/A | 13/103,643 | 5/9/2011 | New Nebraska Book Company, Inc. |

[Signature pages to follow]

The undersigned and the Administrative Agent hereby acknowledge and agree that the security interest in the foregoing patents and patent applications (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 patent or patent application.

Very truly yours,

NEW NEBRASKA BOOK COMPANY, INC.,
as successor in interest to Nebraska Book Company, Inc.
and which will be renamed Nebraska Book Company,
Inc. on or about the Closing Date

By: 
Name: Barry S. Major
Title: President

Acknowledged and Accepted:

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

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

By: Peter A. Reed
Name: Peter A. Reed
Title: Authorized Signatory