

10-15-2002

Form PTO-1594
(Rev. 03/01)
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EET U.S. DEPARTMENT OF COMMERCE
Y U.S. Patent and Trademark Office

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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

<p>1. Name of conveying party(ies): Professional Media Service, Corp.</p> <p><i>10.8.02</i></p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State California <input type="checkbox"/> Other _____</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies) Name: Baker & Taylor, Inc.</p> <p>Internal Address: _____ Address: 2709 Water Ridge Parkway</p> <p>Street Address: _____ City: Charlotte State: NC Zip: 28217</p> <p><input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation-State Delaware <input type="checkbox"/> Other _____</p> <p><small>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</small></p>
<p>3. Nature of conveyance:</p> <p><input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____</p> <p>Execution Date: 09/27/2002</p>	
<p>4. Application number(s) or registration number(s):</p> <p>A. Trademark Application No.(s) _____</p>	<p>B. Trademark Registration No.(s) 1,721,624</p> <p>Additional number(s) attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: Beth H. Alter, Esq.</p> <p>Internal Address: Kramer Levin Naftalis & Frankel LLP</p> <p>Street Address: 919 Third Avenue</p> <p>City: New York State: NY Zip: 10022</p>	<p>6. Total number of applications and registrations involved: 1</p> <p>7. Total fee (37 CFR 3.41).....\$ 40.00</p> <p><input checked="" type="checkbox"/> Enclosed <input type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: _____</p> <p><small>(Attach duplicate copy of this page if paying by deposit account)</small></p>
DO NOT USE THIS SPACE	
<p>9. Statement and signature. <i>To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.</i></p> <p>Beth H. Alter <i>Beth H. Alter</i> October 3, 2002 Name of Person Signing Signature Date</p> <p>Total number of pages including cover sheet, attachments, and document: 4</p>	

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

10/11/2002 00000099 1721624

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TRADEMARK
REEL: 002597 FRAME: 0946

TRADEMARK ASSIGNMENT

THIS ASSIGNMENT, effective the ~~27th~~ day of September 2002, is by and between PROFESSIONAL MEDIA SERVICE, CORP., a California corporation having an address at c/o Baker & Taylor, Inc., Five Lake Pointe Plaza, Suite 500, 2709 Water Ridge Parkway, Charlotte, North Carolina 28217 ("Assignor"), and BAKER & TAYLOR, INC., a Delaware corporation having an address at 2709 Water Ridge Parkway, Charlotte, North Carolina 28217 ("Assignee").

WHEREAS, Assignor has adopted, used and is the owner of the right, title and interest in and to the mark A/V ACCESS and is the owner of United States Trademark Registration No. 1,721,624 for the mark A/V ACCESS for "catalogues of sound and video recordings recorded on computer readable media" ("Trademark Rights");

WHEREAS, Assignee desires to acquire said Trademark Rights together with all of the goodwill of the business in connection with which the Trademark Rights have been used.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby, absolutely and unconditionally, grant, assign, transfer, convey and set over unto Assignee, all of Assignor's right, title and interest in and to the Trademark Rights, together with the goodwill of the business in connection with which the Trademark Rights have been used, as well as the right to initiate suit and obtain damages and other forms of relief, both legal and equitable, arising from infringement of the Trademark Rights prior to and subsequent to the effective date hereof.

IN WITNESS WHEREOF, Assignor and Assignee have caused this assignment

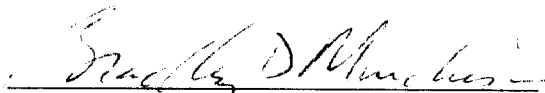
to be executed by their duly authorized officers effective as of the day and year first written above.

PROFESSIONAL MEDIA SERVICE,
CORP.
(Assignor)

Place: Charlotte, North Carolina

Date: September 27, 2002

By:



Name: Bradley D. Murchison

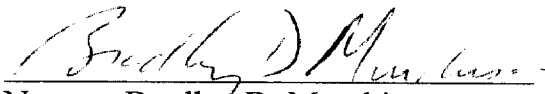
Title: Secretary

BAKER & TAYLOR, INC.
(Assignee)

Place: Charlotte, North Carolina

Date: September 27, 2002

By:



Name: Bradley D. Murchison

Title: Secretary

STATE OF NORTH CAROLINA)
)ss
COUNTY OF MECKLENBURG)

On this 27th day of September, 2002, before me appeared Bradley D. Murchison, to me personally known and known to me the person who executed the foregoing Assignment; and who being by me duly sworn, did depose and say that he is authorized to sign this Assignment on behalf of Assignor, and unto me acknowledged said Assignment to be the free act and deed of Assignor.

Sebbie C. Arant-O'Connor
Notary Public 9-27-02

*My commission expires
12-30-02*

STATE OF NORTH CAROLINA)
)ss
COUNTY OF MECKLENBURG)

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Sebbie C. Arant-O'Connor
Notary Public 9-27-02

*My commission expires
12-30-02*