

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Hastings Entertainment, Inc.		07/22/2010	CORPORATION: TEXAS

RECEIVING PARTY DATA

Name:	Bank of America, N.A.
Street Address:	100 Federal Street
Internal Address:	9th Floor
City:	Boston
State/Country:	MASSACHUSETTS
Postal Code:	02110
Entity Type:	National Association: UNITED STATES

PROPERTY NUMBERS Total: 9

Property Type	Number	Word Mark
Serial Number:	77896133	GOHASTINGS
Serial Number:	77896136	GOHASTINGS.COM
Serial Number:	77896138	GOHASTINGS.COM
Serial Number:	77896141	HARDBACK COFFEE CAFÉ
Serial Number:	77896129	HASTINGS
Serial Number:	77937367	SUN ADVENTURE SPORTS
Serial Number:	77952775	SUN ADVENTURE SPORTS
Serial Number:	85006634	HASTINGS BOOKS MUSIC VIDEO
Serial Number:	85033211	TRADESMART

CORRESPONDENCE DATA

Fax Number: (703)415-1557
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 703-415-1555

CH \$240.00 77896133

Email: mail@specializedpatent.com
Correspondent Name: Christopher E. Kondracki
Address Line 1: 1725 Duke Street
Address Line 2: Suite 625
Address Line 4: Alexandria, VIRGINIA 22314

ATTORNEY DOCKET NUMBER:	1007811
NAME OF SUBMITTER:	Christopher E. Kondracki
Signature:	/Christopher E. Kondracki/
Date:	08/10/2010
Total Attachments: 4 source=Hastings#page1.tif source=Hastings#page2.tif source=Hastings#page3.tif source=Hastings#page4.tif	

GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS

July 22, 2010

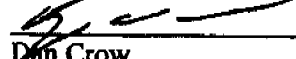
FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, HASTINGS ENTERTAINMENT, INC., a Texas corporation with an address at 3601 Plains Boulevard, Amarillo, Texas 79102 (the "Grantor"), hereby grants to BANK OF AMERICA, N.A., a national association with offices at 100 Federal Street, 9th Floor, Boston, Massachusetts 02110 (the "Grantee"), a continuing security interest in (i) all of the Grantor's right, title and interest in, to and under to the United States trademarks, trademark registrations and trademark applications (the "Marks") set forth on Schedule A attached hereto, (ii) all proceeds and products of the Marks, (iii) the goodwill of the businesses with which the Marks are associated and (iv) all causes of action arising prior to or after the date hereof for infringement of any of the Marks or unfair competition regarding the same.

THIS GRANT is made to secure the satisfactory performance and payment of all the Liabilities of the Grantor, as such term is defined in the Amended and Restated Loan and Security Agreement by, among others, the Grantor and the Grantee, dated as of July 22, 2010 (as amended, modified, restated and/or supplemented from time to time, the "Loan Agreement").

This Grant has been granted in conjunction with the security interest granted to the Grantee under that certain Trademark and Trademark Applications Security Agreement dated August 29, 2000 (as amended, modified, restated and/or supplemented from time to time, the "Security Agreement"). The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

IN WITNESS WHEREOF, the undersigned have executed this Grant as a sealed instrument as of the date first set forth above.

HASTINGS ENTERTAINMENT, INC., Grantor

By: 
Name: Dan Crow
Title: Chief Financial Officer

BANK OF AMERICA, N.A.,
as Grantee


By: _____
Name:
Title:

IN WITNESS WHEREOF, the undersigned have executed this Grant as a sealed instrument as of the date first set forth above.

HASTINGS ENTERTAINMENT, INC., Grantor

By: _____
Name:
Title:

BANK OF AMERICA, N.A.,
as Grantee

By: 
Name: Matthew Potter
Title: Vice President

Signature Page - Grant of Security Interest In U.S. Trademarks

TRADEMARK
REEL: 004258 FRAME: 0076

SCHEDULE A

<u>Trademarks</u>	<u>Registration Date / Application Date</u>	<u>Status</u>	<u>Serial Number</u>
goHastings	12/17/09	Pending	77896133
goHastings.com	12/17/09	Pending	77896136
goHastings.com Logo	12/17/09	Pending	77896138
Hardback Coffee Café	12/17/09	Pending	77896141
Hastings	12/17/09	Pending	77896129
Hastings Books Music Video	04/05/10	Pending	85006634
Sun Adventure Sports	02/17/10	Pending	77937367
Sun Adventure Sports (logo)	03/08/10	Pending	77952775
Tradesmart	05/07/10	Pending	85033211