

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM307067

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest in the U.S. Trademark		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Neebo, Inc.		06/29/2012	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Wilmington Trust, National Association		
Street Address:	246 Goose Lane		
Internal Address:	Suite 105		
City:	Guilford		
State/Country:	CONNECTICUT		
Postal Code:	06437		
Entity Type:	Bank: UNITED STATES		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	86140891	NEEBO BOOKSMART	
CORRESPONDENCE DATA			
Fax Number:	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>			
Phone:	404-873-8500		
Email:	trademarks@agg.com		
Correspondent Name:	Jason L. Cohn		
Address Line 1:	171 17th Street, NW		
Address Line 2:	Suite 2100		
Address Line 4:	Atlanta, GEORGIA 30363-1031		
ATTORNEY DOCKET NUMBER:	28698.2		
NAME OF SUBMITTER:	Jason L. Cohn		
SIGNATURE:	/jlc/		
DATE SIGNED:	06/09/2014		
Total Attachments: 3			
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source=NEEBO, INC. - Security Interest Agreement#page3.tif			

CH \$40.00 86140891

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

May 29, 2014

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

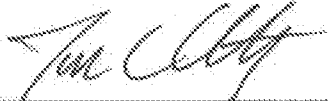
Mark	App. No.	App. Date	Owner of Record
NEEBO BOOKSMART	86/140891	12/11/2013	Nebraska Book Company, Inc.

[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.

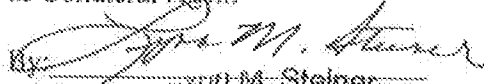
Very truly yours,

NEBRASKA BOOK COMPANY, INC.

By: 
Name: Jon E. Otterberg
Title: CFO

Acknowledged and Accepted:

WILMINGTON TRUST, NATIONAL ASSOCIATION,
as Collateral Agent

By: 

Name: Cynthia M. Steiner

Title: Vice President

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

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RECORDED: 06/09/2014

TRADEMARK
REEL: 005299 FRAME: 0069