

Form PTO-1594
(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

Tab settings ⇌ ⇌ ⇌ ▼ ▼ ▼ ▼ ▼ ▼ ▼

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

1. Name of conveying party(ies):
LaSalle Business Credit, LLC

- Individual(s)
- General Partnership
- Corporation-State
- Other LLC
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other Correction (See Exhibit A)
- Merger
- Change of Name

Execution Date: 05/06/04

2. Name and address of receiving party(ies)

Name: Baker & Taylor, Inc.

Internal Address: _____

Street Address: 2550 West Tyvola Rd., Ste. 300

City: Charlotte State: NC Zip: 28217

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Delaware
- Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s) _____
See Schedule A

B. Trademark Registration No.(s) _____
See Schedule A

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Adam M. Grandy, Legal Assistant

Internal Address: c/o Palmer & Dodge LLP

Street Address: 111 Huntington Avenue

City: Boston State: MA Zip: 02199

6. Total number of applications and registrations involved: _____

42

7. Total fee (37 CFR 3.41).....\$ 1,065

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

16/0085

DO NOT USE THIS SPACE

9. Signature.

Adam M. Grandy

Name of Person Signing



Signature

05/18/04

Date

Total number of pages including cover sheet, attachments, and document: 20

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

CH \$1065.00 160085 76504385

SCHEDULE A

TRADEMARK REGISTRATIONS

Grantor	Mark	Registry	Registration No.	Reg. Date	Status
BTI	ACADEMIA	United States	2,143,981	3/17/98	Registered
BTI	ACQUIRE	United States	1,500,012	8/9/88	Registered
BTI	AUTOMATICALLY YOURS	United States	2,079,090	7/15/97	Registered 8 & 15 due 7/15/03
BTI	A/V ACCESS	United States	1,721,624	10/6/92	Registered Assigned to B&T on 9/27/02
BTI	B&T LINK	United States	1,670,916	12/31/91	Registered
BTI	B&T MARC	United States	1,852,716	9/6/94	Registered
BTI	BAKER&TAYLOR	United States	1,131,530	2/26/80	Registered
BTI	BATAPHONE	United States	1,308,295	12/4/84	Registered
BTI	BATASYSTEMS	United States	1,330,009	4/9/85	Registered
BTI	BIBLIOSTAT	United States	2,355,831	6/6/00	Registered
BTI	BIBLIOSTAT COLLECT	United States	2,372,567	8/1/00	Registered
BTI	BIBLIOSTAT CONNECT	United States	2,355,830	6/6/00	Registered
BTI	BOOK ALERT	United States	1,546,395	7/4/89	Registered
BTI	BOOKFINDER	United States	1,134,490	5/6/80	Registered
BTI	FORECAST	United States	1,546,394	7/4/89	Registered
BTI	HOT PICKS	United States	1,542,512	6/6/89	Registered
BTI	INFORMATATA	United States	2,730,077	6/24/03	Registered
BTI	LIBRIS	United States	1,131,988	3/11/80	Registered
BTI	LIBRIS 2020	United States	1,994,373	8/20/96	Registered
BTI	MUSICFINDER	United States	1,652,544	7/30/91	Registered
BTI	PUBLISHERS' FRONT & CENTER	United States	2,439,838	4/3/01	Registered
BTI	SOUND VIDEO UNLIMITED	United States	1,263,274	1/3/84	Registered
BTI	STEPS	United States	1,653,849	8/13/91	Registered
BTI	TALKMEDIA	United States	1,944,697	12/26/95	Registered
BTI	THE COLLECTION CONNECTION	United States	2,603,622	8/6/02	Registered
BTI	TITLETRACK (Stylized)	United States	2,382,229	9/5/00	Registered
BTI	VIDEO FINDER	United States	1,898,856	6/13/95	Registered

TRADEMARK APPLICATIONS

Grantor	Mark	Registry	Registration No.	Reg. Date	Status
BTI	A/V ACCESS PLUS	United States	76/504,385	4/8/03	Pending
BTI	B&T CATS	United States	76/506,917	4/16/03	Pending
BTI	B&T LINK ONLINE	United States	76/471,766	11/22/02	Pending
BTI	BT BOUND	United States	75/506,922	4/16/03	Pending
BTI	DISTRIBUTION SOLUTIONS GROUP	United States	76/481,018	1/8/03	Pending
BTI	ED	United States	(76/395,754)	4/15/02	Pending
BTI	INFORMAT.A.COM	United States	(76/051,590)	5/18/00	Pending
BTI	INFORMAT.A.COM and Design	United States	(76/072,626)	6/19/00	Pending
BTI	POWERED BY ED	United States	(76/277,448)	6/25/01	Pending
BTI	POWERED BY ED and Design	United States	(76/277,449)	6/25/01	Pending
BTI	SCOPE	United States	76/506,916	4/16/03	Pending
BTI	THELIBRARYPLACE.COM	United States	(75/794,639)	1/16/01	Pending Statement of Use past due 1/10/03 - BTI Disclaims any representation and warranty in the Agreement as to the enforceability and validity of such mark.
BTI	THE LIBRARYPLACE.COM and Design	United States	(76/072,630)	6/19/00	Pending Statement of Use past due 4/2/03 - BTI Disclaims any representation and warranty in the Agreement as to the enforceability and validity of such mark.
BTI	DISTRIBUTION SOLUTIONS GROUP	United States	76/481,018	1/08/03	Pending
BTI	B&T LINK ONLINE	United States	76/471,766	11/22/02	Pending

EXHIBIT A

CORRECTION TO RECORDATION FORM COVER SHEET

**REEL/FRAME: 002850/0701
RECORDATION DATE: 05/07/2004**


The original recordation form cover sheet Reel/Frame number 002850/0701 incorrectly set forth the filed document as a "Security Agreement." The document as filed should have been recorded as a "RELEASE OF SECURITY INTEREST".

Please amend the database to reflect the aforementioned document as a Release of Security Interest.

PR/ASSIGNMENTS 5/17/04 9:10 PAGE 8/10 RightFAX
BY 07 2004 17:46 FR PALMER & DODGE TO 917033065995 P.02
05/07/2004
700083393

Form PTO-1294 (Rev. 03/01) QMB No. 0651-0002 (exp. 5/31/2002) TRADEMARKS ONLY U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

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

<p>1. Name of conveying party(ies): LxSale Business Credit, LLC</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input type="checkbox"/> Corporation-State <input checked="" type="checkbox"/> Other: LLC</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. Internal Address: Street Address: 2650 West Tyvola Rd., Ste. 300 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>If citizenship is not denoted in the United States, citizenship represents the country of origin: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Additional name(s) of address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>3. Nature of conveyance: <input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input checked="" type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other</p> <p>Execution Date: 05/06/04</p>	<p>4. Application number(s) or registration number(s): A. Trademark Application No.(s) See Schedule A Additional number(s) attached <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>B. Trademark Registration No.(s) See Schedule A</p>
<p>5. Name and address of party to whom correspondence concerning document should be mailed: Name: Adam M. Grandy, Legal Assistant Internal Address: c/o Palmer & Dodge LLP Street Address: 111 Huntington Avenue City: Boston State: MA Zip: 02198</p>	<p>6. Total number of applications and registrations involved: 42</p> <p>7. Total fee (37 CFR 3.41): \$ 1,065 <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: 160085</p>
<p>9. Signature: Adam M. Grandy Name of Person Signing  Signature 05/07/04 Date</p> <p><small>Total number of pages including cover PTO transmittal and documents: 9</small></p> <p><small>Mail documents to be deposited with required cover sheet information to: Commissioner of Patents & Trademarks, Box Assignments, Washington, D.C. 20513</small></p>	

05/07/2004 17:46 FR PALMER & DODGE

RELEASE OF SECURITY INTERESTS IN TRADEMARKS

THIS RELEASE OF SECURITY INTERESTS IN TRADEMARKS (this "Release") is made as of May 6, 2004 ("Effective Date") by and between Baker & Taylor, Inc., a Delaware corporation, with its principal office at Three Coliseum Center, 2550 West Tyvola Road, Suite 300, Charlotte, North Carolina 28217 ("Grantor"), and LaSalle Business Credit, LLC, a Delaware limited liability company, as agent, for itself and various other lenders, with its principal office at 135 South LaSalle Street, Chicago, Illinois 60603 ("Grantee").

WHEREAS, pursuant to the terms and conditions of that certain Trademark Security Agreement by and between Grantor and Grantee dated as of July 18, 2003 (the "Trademark Security Agreement"), Grantor granted to Grantee a continuing security interest in and to all of Grantor's right, title and interest in and to all of its now owned or existing and hereafter acquired or arising trademarks, trade names, corporate names, company names, business names, fictitious business names, trade styles, service marks, logos, other business identifiers, prints and labels on which any of the foregoing have appeared or appear, all registrations and recordings thereof, and all applications to register the foregoing (other than "intent-to-use" applications until a verified statement of sue is filed with respect to such applications), including, without limitation, the United States trademark registrations and applications set forth on Schedule A attached hereto in each case, together with the goodwill associated therewith, and all income, royalties, proceeds, damages and payments now or hereafter due and/or payable under or with respect to any of the foregoing, including, without limitation, damages and payments for past, present and future infringement of any of the foregoing and the right to sue for past, present and future infringements of any of the foregoing (collectively, the "Trademarks");

WHEREAS, Grantor has paid all of its outstanding indebtedness to Grantee.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Grantee hereby terminates the Trademark Security Agreement, and hereby terminates, cancels and releases any and all security interests it has against the Trademarks.

Grantee represents and warrants that: (i) it has the full power and authority to execute this Release; (ii) it has not assigned, transferred, restricted or otherwise encumbered any security interest it has against the Trademarks; (iii) it has not recorded or otherwise evidenced its security interest with respect to any trademark, or registration of an application to register the foregoing, or any trade name or assumed name, other than those of the foregoing set forth on Schedule A (attached hereto), in any jurisdiction throughout the world; and (iv) Schedule B attached hereto sets forth a complete and correct list of all the filings made by or, to its knowledge, on behalf of Grantee to record or otherwise evidence any security interest it has against the Trademarks in any jurisdiction throughout the world (other than such filings made in the United States Patent & Trademark Office).

Grantee shall, at Grantor's expense, take all further actions, and provide to Grantor, its successors, assigns or other legal representatives, all such cooperation and assistance (including, without limitation, the execution and delivery of any and all documents or other


#1072943

instruments), requested by Grantor to more fully and effectively effectuate the purposes of this Release.

* * * * *

IN WITNESS WHEREOF, Grantee has caused this Release to be executed by its duly authorized representative as of the Effective Date.

LASALLE BUSINESS CREDIT, LLC, as Agent

By: 
Name: THOMAS J. BRENNAN
Title: VICE PRESIDENT

SCHEDULE A

TRADEMARK REGISTRATIONS

Grantor	Mark	Registry	Registration No.	Reg. Date	Status
BT1	ACADEMIA	United States	2,143,981	3/17/98	Registered
BT1	ACQUIRE	United States	1,500,012	8/9/88	Registered
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BT1	LIBRIS 2020	United States	1,994,373	8/20/96	Registered
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BT1	TITLETRACK (Stylized)	United States	2,382,229	9/5/00	Registered
BT1	VIDEO FINDER	United States	1,898,856	6/13/95	Registered

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BTI	B&T LINK ONLINE	United States	76/471,766	11/22/02	Pending
BTI	BT BOUND	United States	75/506,922	4/16/03	Pending
BTI	DISTRIBUTION SOLUTIONS GROUP	United States	76/481,018	1/8/03	Pending
BTI	ED	United States	(76/395,754)	4/15/02	Pending
BTI	INFORMATA.COM	United States	(76/051,590)	5/18/00	Pending
BTI	INFORMATA.COM and Design	United States	(76/072,626)	6/19/00	Pending
BTI	POWERED BY ED	United States	(76/277,448)	6/25/01	Pending
BTI	POWERED BY ED and Design	United States	(76/277,449)	6/25/01	Pending
BTI	SCOPE	United States	76/506,916	4/16/03	Pending
BTI	THELIBRARYPLACE.COM	United States	(75/794,639)	1/16/01	Pending Statement of Use past due 1/10/03 - BTI Disclaims any representation and warranty in the Agreement as to the enforceability and validity of such mark.
BTI	THE LIBRARYPLACE.COM and Design	United States	(76/072,630)	6/19/00	Pending Statement of Use past due 4/2/03 - BTI Disclaims any representation and warranty in the Agreement as to the enforceability and validity of such mark.
BTI	DISTRIBUTION SOLUTIONS GROUP	United States	76/481,018	1/08/03	Pending
BTI	B&T LINK ONLINE	United States	76/471,766	11/22/02	Pending

SCHEDULE B

TRADEMARK FILINGS

None.



UNITED STATES DEPARTMENT OF COMMERCE
Patent and Trademark Office
ASSISTANT SECRETARY AND COMMISSIONER
OF PATENTS AND TRADEMARKS
Washington, D.C. 20231



700083306

MAY 17, 2004

PTAG

ADAM M. GRANDY, LEGAL ASSISTANT
C/O PALMER & DODGE LLP
111 HUNTINGTON AVENUE
BOSTON, MA 02188

UNITED STATES PATENT AND TRADEMARK OFFICE
NOTICE OF RECORDATION OF ASSIGNMENT DOCUMENT

THE ENCLOSED DOCUMENT HAS BEEN RECORDED BY THE ASSIGNMENT DIVISION OF THE U.S. PATENT AND TRADEMARK OFFICE. A COMPLETE MICROFILM COPY IS AVAILABLE AT THE ASSIGNMENT SEARCH ROOM ON THE REEL AND FRAME NUMBER REFERENCED BELOW.

PLEASE REVIEW ALL INFORMATION CONTAINED ON THIS NOTICE. THE INFORMATION CONTAINED ON THIS RECORDATION NOTICE REFLECTS THE DATA PRESENT IN THE PATENT AND TRADEMARK ASSIGNMENT SYSTEM. IF YOU SHOULD FIND ANY ERRORS OR HAVE QUESTIONS CONCERNING THIS NOTICE, YOU MAY CONTACT THE EMPLOYEE WHOSE NAME APPEARS ON THIS NOTICE AT 703-395-9723. PLEASE SEND REQUEST FOR CORRECTION TO: U.S. PATENT AND TRADEMARK OFFICE, ASSIGNMENT DIVISION, BOX ASSIGNMENTS, CG-4, 1213 JEFFERSON DAVIS HWY, SUITE 320, WASHINGTON, D.C. 20231.

RECORDATION DATE: 05/07/2004

REEL/FRAME: 002856/0194
NUMBER OF PAGES: 9

BRIEF: SECURITY INTEREST

ASSIGNOR:

LASALLE BUSINESS CREDIT, LLC

DOC DATE: 05/06/2004
CITIZENSHIP:
ENTITY: LLC

ASSIGNEE:

BAKER & TAYLOR, INC.
2550 WEST TYVOLA RD., STE. 300
CHARLOTTE, NORTH CAROLINA 28217

CITIZENSHIP: DELAWARE
ENTITY: CORPORATION

APPLICATION NUMBER: 75506922
REGISTRATION NUMBER: 2439819

FILING DATE: 06/22/1998
ISSUE DATE: 04/03/2001

MARK: AI ARIANNA INTERNATIONAL

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS AND DESIGN

OPR/ASSIGNMENTS 5/17/04 9:10 PAGE 3/10 RightFAX

002850/0701 PAGE 2

APPLICATION NUMBER: 76504385 FILING DATE: 04/08/2003
REGISTRATION NUMBER: ISSUE DATE:MARK: A/V ACCESS PLUS
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS AND DESIGNAPPLICATION NUMBER: 76395754 FILING DATE: 04/15/2002
REGISTRATION NUMBER: 3748533 ISSUE DATE: 08/05/2003MARK: ED
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORMAPPLICATION NUMBER: 76506917 FILING DATE: 04/16/2003
REGISTRATION NUMBER: ISSUE DATE:MARK: B&T CATS
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORMAPPLICATION NUMBER: 76051590 FILING DATE: 05/18/2000
REGISTRATION NUMBER: ISSUE DATE:MARK: INFORMATA.COM
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORMAPPLICATION NUMBER: 76072626 FILING DATE: 06/19/2000
REGISTRATION NUMBER: ISSUE DATE:MARK: INFORMATA.COM
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS AND DESIGNAPPLICATION NUMBER: 76277448 FILING DATE: 06/25/2001
REGISTRATION NUMBER: 2813531 ISSUE DATE: 02/10/2004MARK: POWERED BY ED
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORMAPPLICATION NUMBER: 76277449 FILING DATE: 06/25/2001
REGISTRATION NUMBER: 2813532 ISSUE DATE: 02/10/2004MARK: POWERED BY ED
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS AND DESIGNAPPLICATION NUMBER: 76506916 FILING DATE: 04/16/2003
REGISTRATION NUMBER: 2812775 ISSUE DATE: 02/10/2004MARK: SCOPE
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORMAPPLICATION NUMBER: 75794639 FILING DATE: 09/08/1999
REGISTRATION NUMBER: ISSUE DATE:MARK: THELIBRARYPLACE.COM
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

002850/0701 PAGE 3

APPLICATION NUMBER: 76072630 FILING DATE: 06/19/2000
REGISTRATION NUMBER: ISSUE DATE:

MARK: THELIBRARYPLACE.COM
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS AND DESIGN

APPLICATION NUMBER: 76481018 FILING DATE: 01/08/2003
REGISTRATION NUMBER: ISSUE DATE:

MARK: DISTRIBUTION SOLUTIONS GROUP
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 76471766 FILING DATE: 11/22/2002
REGISTRATION NUMBER: 2771421 ISSUE DATE: 10/07/2003

MARK: B&T LINK ONLINE
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS AND DESIGN

APPLICATION NUMBER: 75120663 FILING DATE: 06/18/1996
REGISTRATION NUMBER: 2143881 ISSUE DATE: 03/17/1996

MARK: ACADEMIA
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 73699297 FILING DATE: 12/07/1987
REGISTRATION NUMBER: 1500012 ISSUE DATE: 06/09/1988

MARK: ACQUIRE
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 75125334 FILING DATE: 06/25/1996
REGISTRATION NUMBER: 2079090 ISSUE DATE: 07/15/1997

MARK: AUTOMATICALLY YOURS
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 74230351 FILING DATE: 12/16/1991
REGISTRATION NUMBER: 1721624 ISSUE DATE: 10/06/1992

MARK: A/V ACCESS
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 74081021 FILING DATE: 07/23/1990
REGISTRATION NUMBER: 1670916 ISSUE DATE: 12/31/1991

MARK: B&T LINK
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 74375011 FILING DATE: 04/01/1993
REGISTRATION NUMBER: 1852716 ISSUE DATE: 09/06/1994

MARK: B&T MARC
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

OPR/ASSIGNMENTS 5/17/04 9:10 PAGE 5/10 RightFAX

002850/0701 PAGE 4

APPLICATION NUMBER: 73187921 FILING DATE: 09/14/1978
REGISTRATION NUMBER: 1131530 ISSUE DATE: 02/26/1980MARK: BAKER & TAYLOR
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORMAPPLICATION NUMBER: 73461340 FILING DATE: 01/17/1984
REGISTRATION NUMBER: 1308295 ISSUE DATE: 12/04/1984MARK: BATAPHONE
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORMAPPLICATION NUMBER: 73492689 FILING DATE: 07/31/1984
REGISTRATION NUMBER: 1330009 ISSUE DATE: 04/09/1985MARK: BATA SYSTEMS
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORMAPPLICATION NUMBER: 75414324 FILING DATE: 01/06/1998
REGISTRATION NUMBER: 2355831 ISSUE DATE: 06/06/2000MARK: BIBLIOSTAT
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORMAPPLICATION NUMBER: 75721926 FILING DATE: 06/04/1999
REGISTRATION NUMBER: 2372567 ISSUE DATE: 08/01/2000MARK: BIBLIOSTAT COLLECT
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORMAPPLICATION NUMBER: 75414323 FILING DATE: 01/06/1998
REGISTRATION NUMBER: 2355830 ISSUE DATE: 06/06/2000MARK: BIBLIOSTAT CONNECT
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORMAPPLICATION NUMBER: 73757619 FILING DATE: 10/14/1989
REGISTRATION NUMBER: 1546395 ISSUE DATE: 07/04/1989MARK: BOOK ALERT
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORMAPPLICATION NUMBER: 73178159 FILING DATE: 07/14/1978
REGISTRATION NUMBER: 1134490 ISSUE DATE: 05/06/1980MARK: BOOKFINDER
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORMAPPLICATION NUMBER: 73757618 FILING DATE: 10/14/1989
REGISTRATION NUMBER: 1546394 ISSUE DATE: 07/04/1989

MARK: FORECAST

OPR/ASSIGNMENTS 5/17/04 9:10 PAGE 6/10 RightFAX
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

002850/0701 PAGE 5

APPLICATION NUMBER: 73751642 FILING DATE: 09/12/1988
REGISTRATION NUMBER: 1542512 ISSUE DATE: 06/06/1989

MARK: HOT PICKS
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 76256488 FILING DATE: 05/14/2001
REGISTRATION NUMBER: 2730077 ISSUE DATE: 06/24/2003

MARK: INFORMATTA
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 73178134 FILING DATE: 07/14/1978
REGISTRATION NUMBER: 1131988 ISSUE DATE: 03/11/1980

MARK: LIBRIS
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 74515284 FILING DATE: 04/22/1994
REGISTRATION NUMBER: 1994373 ISSUE DATE: 08/20/1996

MARK: LIBRIS 2020
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 73754512 FILING DATE: 09/28/1988
REGISTRATION NUMBER: 1652544 ISSUE DATE: 07/30/1991

MARK: MUSICFINDER
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 75533346 FILING DATE: 08/10/1998
REGISTRATION NUMBER: 2439838 ISSUE DATE: 04/03/2001

MARK: PUBLISHERS' FRONT & CENTER
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 73361947 FILING DATE: 04/28/1982
REGISTRATION NUMBER: 1263274 ISSUE DATE: 01/03/1984

MARK: SOUND VIDEO UNLIMITED
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 73810366 FILING DATE: 07/03/1989
REGISTRATION NUMBER: 1653849 ISSUE DATE: 08/13/1991

MARK: STEPS
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 74522094 FILING DATE: 05/04/1994
REGISTRATION NUMBER: 1944697 ISSUE DATE: 12/26/1995

OPR/ASSIGNMENTS 5/17/04 9:10 PAGE 7/10 RightFAX
MARK: TALKMEDIA
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

002850/0701 PAGE 6

APPLICATION NUMBER: 76079849 FILING DATE: 06/29/2000
REGISTRATION NUMBER: 2603622 ISSUE DATE: 08/06/2002

MARK: THE COLLECTION CONNECTION
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 75522653 FILING DATE: 07/21/1998
REGISTRATION NUMBER: 2382229 ISSUE DATE: 09/05/2000

MARK: TITLETRACK
DRAWING TYPE: STYLIZED WORDS, LETTERS, OR NUMBERS

APPLICATION NUMBER: 74160747 FILING DATE: 04/25/1991
REGISTRATION NUMBER: 1898856 ISSUE DATE: 06/13/1995

MARK: VIDEOFINDER
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

THERESA FREDERICK, EXAMINER
ASSIGNMENT DIVISION
OFFICE OF PUBLIC RECORDS

SCHEDULE A
TRADEMARK REGISTRATIONS

Country	Mark	Registry	Registration No.	Reg. Date	Status
BTI	ACADEMIA	United States	2,143,911	01/29/03	Registered
BTI	ACCORD	United States	1,800,011	06/08/00	Registered
BTI	ADRENALINICALLY YOURS	United States	2,079,090	7/16/03	Registered
					§ 49 13 (one 7/16/03)
BTI	ADV ACCESS	United States	1,751,624	10/09/01	Registered
					Assigned to SMT on 02/17/02
BTI	BEALONE	United States	1,670,510	12/31/01	Registered
BTI	BEALONE	United States	1,652,710	06/02/00	Registered
BTI	BEALONE	United States	1,651,710	02/24/00	Registered
BTI	BALANCE	United States	1,506,282	12/04/00	Registered
BTI	BALANCE	United States	1,470,000	06/02/00	Registered
BTI	BALANCE	United States	1,362,331	06/02/00	Registered
BTI	BALANCE	United States	1,322,000	06/02/00	Registered
BTI	BALANCE	United States	1,292,000	06/02/00	Registered
BTI	BALANCE	United States	1,262,000	06/02/00	Registered
BTI	BALANCE	United States	1,232,000	06/02/00	Registered
BTI	BALANCE	United States	1,202,000	06/02/00	Registered
BTI	BALANCE	United States	1,172,000	06/02/00	Registered
BTI	BALANCE	United States	1,142,000	06/02/00	Registered
BTI	BALANCE	United States	1,112,000	06/02/00	Registered
BTI	BALANCE	United States	1,082,000	06/02/00	Registered
BTI	BALANCE	United States	1,052,000	06/02/00	Registered
BTI	BALANCE	United States	1,022,000	06/02/00	Registered
BTI	BALANCE	United States	992,000	06/02/00	Registered
BTI	BALANCE	United States	962,000	06/02/00	Registered
BTI	BALANCE	United States	932,000	06/02/00	Registered
BTI	BALANCE	United States	902,000	06/02/00	Registered
BTI	BALANCE	United States	872,000	06/02/00	Registered
BTI	BALANCE	United States	842,000	06/02/00	Registered
BTI	BALANCE	United States	812,000	06/02/00	Registered
BTI	BALANCE	United States	782,000	06/02/00	Registered
BTI	BALANCE	United States	752,000	06/02/00	Registered
BTI	BALANCE	United States	722,000	06/02/00	Registered
BTI	BALANCE	United States	692,000	06/02/00	Registered
BTI	BALANCE	United States	662,000	06/02/00	Registered
BTI	BALANCE	United States	632,000	06/02/00	Registered
BTI	BALANCE	United States	602,000	06/02/00	Registered
BTI	BALANCE	United States	572,000	06/02/00	Registered
BTI	BALANCE	United States	542,000	06/02/00	Registered
BTI	BALANCE	United States	512,000	06/02/00	Registered
BTI	BALANCE	United States	482,000	06/02/00	Registered
BTI	BALANCE	United States	452,000	06/02/00	Registered
BTI	BALANCE	United States	422,000	06/02/00	Registered
BTI	BALANCE	United States	392,000	06/02/00	Registered
BTI	BALANCE	United States	362,000	06/02/00	Registered
BTI	BALANCE	United States	332,000	06/02/00	Registered
BTI	BALANCE	United States	302,000	06/02/00	Registered
BTI	BALANCE	United States	272,000	06/02/00	Registered
BTI	BALANCE	United States	242,000	06/02/00	Registered
BTI	BALANCE	United States	212,000	06/02/00	Registered
BTI	BALANCE	United States	182,000	06/02/00	Registered
BTI	BALANCE	United States	152,000	06/02/00	Registered
BTI	BALANCE	United States	122,000	06/02/00	Registered
BTI	BALANCE	United States	92,000	06/02/00	Registered
BTI	BALANCE	United States	62,000	06/02/00	Registered
BTI	BALANCE	United States	32,000	06/02/00	Registered
BTI	BALANCE	United States	2,000	06/02/00	Registered

#1074388

TRADEMARK APPLICATIONS

Class	Mark	Priority	Registration No.	Reg. Date	Status
BTI	NAV ACCESS PLAN	United States	76204,824	4/18/03	Pending
BTI	NAV GATE	United States	76204,817	4/18/03	Pending
BTI	NAV LINK ONLINE	United States	76271,768	11/27/02	Pending
BTI	NAV POINT	United States	76204,822	4/18/03	Pending
BTI	DISTRIBUTION SOLUTIONS GROUP	United States	76441,938	1/28/04	Pending
BTI	NO	United States	76134,328	4/18/03	Pending
BTI	NO	United States	76103,100	2/18/03	Pending
BTI	NOVATEA.COM and Design	United States	76292,216	2/18/03	Pending
BTI	NOVATEA.COM and Design	United States	76292,216	2/18/03	Pending
BTI	POWERED BY NO	United States	76292,216	2/18/03	Pending
BTI	POWERED BY NO and Design	United States	76292,216	2/18/03	Pending
BTI	SCOPE	United States	76204,816	4/18/03	Pending
BTI	TEMPERARY CLASSROOM	United States	76194,430	1/14/03	Pending
BTI	TEMPERARY CLASSROOM	United States	76194,430	1/14/03	Pending
BTI	TEMPERARY CLASSROOM and Design	United States	76194,430	1/14/03	Pending
BTI	TEMPERARY CLASSROOM and Design	United States	76194,430	1/14/03	Pending
BTI	DISTRIBUTION SOLUTIONS GROUP	United States	76291,018	1/08/03	Pending
BTI	NAV LINK ONLINE	United States	76271,768	11/27/02	Pending

Statement of Use past due 1/10/03 - BTI
 Disclaims any representation and warranty in the Agreement as to the enforceability and validity of such mark.

Statement of Use past due 4/24/03 - BTI
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Company: C/O PALMER & DODGE LLP
Fax Number: 16172274420
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2	329.TXT
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DATE	May 18, 2004	SENDER ID #	1432
FROM	Adam M. Grandy	CLIENT #	24825-23
DIRECT DIAL #	(617) 239-0632		
NAME	COMPANY	PHONE #	FAX #
PTO			703 306 5995

COMMENTS:

Attached is a Corrected Recordation Form Cover Sheet, Original Cover Sheet and the attachments thereto for:

REEL/FRAME: 002850/0701

RECORDATION DATE: 05/07/2004

Should you have any questions or comments please do not hesitate to contact me.

Regards,
Adam Grandy
Legal Assistant

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