

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM332835

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	RELEASE OF GRANT OF SECURITY INTEREST -- TRADEMARKS		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
The Bank of New York Mellon Trust Company, N.A., as collateral agent		02/20/2015	National Association: UNITED STATES
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Baker & Taylor, Inc.		
<b>Street Address:</b>	2550 West Tyvola Road		
<b>Internal Address:</b>	Suite 300		
<b>City:</b>	Charlotte		
<b>State/Country:</b>	NORTH CAROLINA		
<b>Postal Code:</b>	28217		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>Name:</b>	Yankee Book Peddler, Inc.		
<b>Street Address:</b>	999 Maple Street		
<b>City:</b>	Contoocook		
<b>State/Country:</b>	NEW HAMPSHIRE		
<b>Postal Code:</b>	03229		
<b>Entity Type:</b>	CORPORATION: NEW HAMPSHIRE		
<b>Name:</b>	YBP Library Services, Inc.		
<b>Street Address:</b>	2550 West Tyvola Road		
<b>Internal Address:</b>	Suite 300		
<b>City:</b>	Charlotte		
<b>State/Country:</b>	NORTH CAROLINA		
<b>Postal Code:</b>	28217		
<b>Entity Type:</b>	CORPORATION: NEW HAMPSHIRE		
<b>Name:</b>	BWI Acquisition, LLC		
<b>Street Address:</b>	2550 West Tyvola Road		
<b>Internal Address:</b>	Suite 300		
<b>City:</b>	Charlotte		
<b>State/Country:</b>	NORTH CAROLINA		
<b>Postal Code:</b>	28217		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE		
<b>TRADEMARK</b>			

CH \$1115.00 2143981

**PROPERTY NUMBERS Total: 44**

<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>
Registration Number:	2143981	ACADEMIA
Registration Number:	2079090	AUTOMATICALLY YOURS
Registration Number:	1721624	A/V ACCESS
Registration Number:	2980416	B&T CATS
Registration Number:	1670916	B&T LINK
Registration Number:	1852716	B&T MARC
Registration Number:	1131530	BAKER & TAYLOR
Registration Number:	1134490	BOOKFINDER
Registration Number:	1131988	LIBRIS
Registration Number:	1652544	MUSICFINDER
Registration Number:	1653849	STEPS
Registration Number:	3006919	THE TITLE SOURCE
Registration Number:	1898856	VIDEOFINDER
Registration Number:	2416984	ESTREAMS
Registration Number:	2712359	GOBI
Registration Number:	2993944	PUBLISHER ALLEY
Registration Number:	2571491	YBP
Serial Number:	85306920	AXIS 360 DIGITAL MEDIA LIBRARY BY BAKER
Serial Number:	85306922	AXIS 360 DIGITAL MEDIA LIBRARY BY BAKER
Registration Number:	3846174	BAKER & TAYLOR THE FUTURE DELIVERED
Registration Number:	3846175	BAKER & TAYLOR THE FUTURE DELIVERED
Serial Number:	85180440	CAMPUSREACH
Serial Number:	85226903	CLS
Serial Number:	85230994	CUSTOMIZED LIBRARY SERVICES
Serial Number:	85180437	CUSTOMREACH
Registration Number:	3806025	INSTANT GENIUS
Registration Number:	3918476	PARFAIT PRESS
Serial Number:	85180442	PAW PRINTS
Serial Number:	85186213	PAW PRINTS
Registration Number:	3979273	TEXTSTREAM
Serial Number:	85265221	THUNDER CLOUD
Serial Number:	77826231	UNCLE JOHN'S AIRPLANE READER
Registration Number:	3912738	UNCLE JOHN'S BATHROOM READER
Registration Number:	3253338	BATHROOM READERS' INSTITUTE
Registration Number:	3610731	PAGES
Registration Number:	3255677	SILVER DOLPHIN
Registration Number:	2719099	THUNDER BAY

**TRADEMARK****REEL: 005463 FRAME: 0574**

Property Type	Number	Word Mark
Registration Number:	2942006	UNCLE JOHN'S BATHROOM READER FOR KIDS ON
Registration Number:	4205480	CATS
Serial Number:	85614377	ACOUSTIK
Serial Number:	85617023	ACOUSTIK AUDIOBOOKS POWERED BY FINDAWAY
Registration Number:	3278843	TITLETALES
Registration Number:	1741956	BWI
Registration Number:	4153303	PUBLISHERALLEY

**CORRESPONDENCE DATA**

**Fax Number:** 2125935955  
*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.*  
**Phone:** 212-756-2132  
**Email:** scott.kareff@srz.com  
**Correspondent Name:** S. Kareff c/o Schulte Roth & Zabel LLP  
**Address Line 1:** 919 Third Avenue  
**Address Line 2:** 22nd floor  
**Address Line 4:** New York, NEW YORK 10022

<b>ATTORNEY DOCKET NUMBER:</b>	005655-0029
<b>NAME OF SUBMITTER:</b>	Scott Kareff (005655-0029)
<b>SIGNATURE:</b>	/kc for sk/
<b>DATE SIGNED:</b>	02/20/2015

**Total Attachments: 6**

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**RELEASE OF GRANT OF SECURITY INTEREST -- TRADEMARKS**

WHEREAS, pursuant to that certain Trademark Security Agreement, dated as of September 28, 2012, recorded in the United States Patent and Trademark Office at Reel 4870, Frame 0164, Baker & Taylor, Inc., a Delaware corporation, Yankee Book Peddler, Inc., a New Hampshire corporation, YBP Library Services, Inc., a New Hampshire corporation, and BWI Acquisition, LLC, a Delaware limited liability company ("Releasees"), granted to The Bank of New York Mellon Trust Company, N.A. ("Releasor"), in its capacity as Collateral Agent, a lien on and security interest in and to all of the right title and interest of such Releasees, in to and under the Trademarks and Licenses pertaining to Trademarks ("Trademark Licenses"), including the Trademarks and Trademark Licenses listed in Schedule I, in each case wherever located and whether then existing or thereafter arising or acquired from time to time (collectively, the "Trademark Collateral"); and

WHEREAS, Releasor wishes to provide a document suitable for recording in the United States Patent and Trademark Office for purposes of recording the release, relinquishment and discharge of its security interest in the Trademark Collateral.


NOW, THEREFORE, in consideration of and in exchange for good and valuable consideration, Releasor hereby agrees as follows:

1. Defined Terms. All capitalized terms used but not otherwise defined herein have the meanings given to them in the Trademark Security Agreement.
2. Release of Security Interest. Releasor hereby, without any recourse, representation or warranty of any kind to or by the undersigned, releases, relinquishes and discharges its security interest in the Trademark Collateral.

*Remainder of page intentionally left blank; signature page follows.*

IN WITNESS WHEREOF, Releasor has caused this Release of Grant of Security Interest --Trademarks to be duly executed as of February 20, 2015.

The Bank of New York Mellon Trust Company,  
N.A., as Collateral Agent

By:   
Name: Teresa Petta  
Title: Vice President

**SCHEDULE I**

**TRADEMARK REGISTRATIONS AND APPLICATIONS**

Trademark	Registry	Registration or Application No.	Record Owner/ Releasee
ACADEMIA	United States	2,143,981	BAKER & TAYLOR, INC.
AUTOMATICALLY YOURS	United States	2,079,090	BAKER & TAYLOR, INC.
A/V ACCESS	United States	1,721,624	BAKER & TAYLOR, INC.
B&T CATS	United States	2,980,416	BAKER & TAYLOR, INC.
B&T LINK	United States	1,670,916	BAKER & TAYLOR, INC.
B&T MARC	United States	1,852,716	BAKER & TAYLOR, INC.
BAKER & TAYLOR	United States	1,131,530	BAKER & TAYLOR, INC.
BOOKFINDER	United States	1,134,490	BAKER & TAYLOR, INC.
LIBRIS	United States	1,131,988	BAKER & TAYLOR, INC.
MUSICFINDER	United States	1,652,544	BAKER & TAYLOR, INC.
STEPS	United States	1,653,849	BAKER & TAYLOR, INC.
THE TITLE SOURCE	United States	3,006,919	BAKER & TAYLOR, INC.
VIDEOFINDER	United States	1,898,856	BAKER & TAYLOR, INC.
ESTREAMS	United States	2,416,984	YANKEE BOOK PEDDLER, INC.
GOBI	United States	2,712,359	YANKEE BOOK PEDDLER, INC.
PUBLISHER ALLEY and Design	United States	2,993,944	YANKEE BOOK PEDDLER, INC.
YBP and Design	United States	2,571,491	YANKEE BOOK PEDDLER, INC.
AXIS 360 DIGITAL MEDIA LIBRARY BY BAKER & TAYLOR and Design	United States	85/306,920	BAKER & TAYLOR, INC.
AXIS 360 DIGITAL MEDIA LIBRARY BY BAKER & TAYLOR and Design	United States	85/306,922	BAKER & TAYLOR, INC.

DOC ID - 22427463.3

<b>Trademark</b>	<b>Registry</b>	<b>Registration or Application No.</b>	<b>Record Owner/ Releasee</b>
BAKER & TAYLOR THE FUTURE DELIVERED and Design	United States	3,846,174	BAKER & TAYLOR, INC.
BAKER & TAYLOR THE FUTURE DELIVERED and Design	United States	3,846,175	BAKER & TAYLOR, INC.
CAMPUSREACH	United States	85/180,440	BAKER & TAYLOR, INC.
CLS	United States	85/226,903	BAKER & TAYLOR, INC.
CUSTOMIZED LIBRARY SERVICES	United States	85/230,994	BAKER & TAYLOR, INC.
CUSTOMREACH	United States	85/180,437	BAKER & TAYLOR, INC.
INSTANT GENIUS	United States	3,806,025	BAKER & TAYLOR, INC.
PARFAIT PRESS	United States	3,918,476	BAKER & TAYLOR, INC.
PAW PRINTS	United States	85/180,442	BAKER & TAYLOR, INC.
PAW PRINTS and Design	United States	85/186,213	BAKER & TAYLOR, INC.
TEXTSTREAM	United States	3,979,273	BAKER & TAYLOR, INC.
THUNDER CLOUD	United States	85/265,221	BAKER & TAYLOR, INC.
UNCLE JOHN'S AIRPLANE READER	United States	77/826,231	BAKER & TAYLOR, INC.
UNCLE JOHN'S BATHROOM READER	United States	3,912,738	BAKER & TAYLOR, INC.
BATHROOM READERS' INSTITUTE	United States	3,253,338	BAKER & TAYLOR, INC.
PAGES	United States	3,610,731	BAKER & TAYLOR, INC.
SILVER DOLPHIN	United States	3,255,677	BAKER & TAYLOR, INC.
THUNDER BAY	United States	2,719,099	BAKER & TAYLOR
UNCLE JOHN'S BATHROOM READER FOR KIDS ONLY	United States	2,942,006	BAKER & TAYLOR
CATS	United States	4,205,480	BAKER & TAYLOR, INC.
ACOUSTIK	United States	85/614,377	BAKER & TAYLOR, INC.

DOC ID - 22427463.3



Trademark	Registry	Registration or Application No.	Record Owner/ Releasee
ACOUSTIK AUDIOBOOKS POWERED BY FINDAWAY WORLD and Design	United States	85/617,023	BAKER & TAYLOR, INC.
TITLETALES	United States	3,278,843	BWI ACQUISITION, LLC
BWI (Stylized)	United States	1,741,956	BWI ACQUISITION, LLC
PUBLISHERALLEY	United States	4,153,303	YANKEE BOOK PEDDLER, INC.
TITLETALES	US	3,278,843	BWI Acquisition, LLC
BWI	US	1,741,956	BWI Acquisition, LLC