



State of Rhode Island
and Providence Plantations
Office of the Secretary of State

A. Ralph Mollis, Secretary of State
Corporations Division
148 W. River Street
Providence, RI 02904-2615
401.222.3040

PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2008

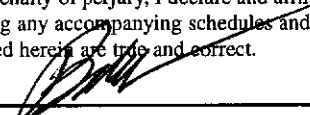
Filing Period: January 1 - March 1 • Filing Fee: \$50.00* **THIS REPORT MUST BE TYPED OR PRINTED LEGIBLY IN BLACK INK**
* In accordance with R.I.G.L. 7-1.2-1501(e), each corporation failing or refusing to file its annual report within thirty (30) days after the time prescribed by law (R.I.G.L. 7-1.2-1501(c&d)) is subject to a penalty fee of \$25.00.

1. Corporate ID No. 33190		2. Name of Corporation Barnes & Noble College Booksellers, Inc.			
3. Street Address Principal Business Office 120 Mountain View Boulevard			City Basking Ridge	State New Jersey	Zip 07920
4. Business Phone No. 908-991-2642		5. State of Incorporation New York			
6. Brief Description of the Character of Business Conducted in Rhode Island Retail - Books, etc.					
7. NAMES AND ADDRESSES OF THE OFFICERS: ("X" BOX FOR ATTACHMENT) <input type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS					
President Name Max Roberts			Vice President Name Barry Brover		
Street Address 120 Mountain View Boulevard			Street Address 120 Mountain View Boulevard		
City Basking Ridge	State New Jersey	Zip 07920	City Basking Ridge	State New Jersey	Zip 07920
Secretary Name Michael Rosen			Treasurer Name		
Street Address 50 East 79th Street			Street Address		
City New York	State New York	Zip 10021	City	State	Zip
8. NAMES AND ADDRESSES OF THE DIRECTORS: ("X" BOX FOR ATTACHMENT) <input type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS					
Director Name Leonard Riggio			Director Name J. Alan Khan		
Street Address 733 Park Avenue			Street Address 50 Central Park West		
City New York	State New York	Zip 10021	City New York	State New York	Zip 10021
Director Name William Haines			Director Name		
Street Address 120 Fifth Avenue			Street Address		
City New York	State New York	Zip 10011	City	State	Zip
9. SHARES AUTHORIZED ("X" BOX FOR ATTACHMENT) <input type="checkbox"/>			10. SHARES ISSUED ("X" BOX FOR ATTACHMENT) <input type="checkbox"/>		
AUTHORIZED SHARES			ISSUED SHARES — THIS SECTION MUST BE COMPLETED		
Number of Shares	Class/Series	Par Value	Number of Shares	Class/Series	Par Value
200 Common	A	NONE	196.67	Common	NONE
200 No Par Value	B	NONE	16.13	Common	NONE

This report must be executed on behalf of the corporation by an authorized representative. If the corporation is in the hands of a receiver or trustee, this report must be executed on behalf of the corporation by the receiver or trustee.

FILED	
File Date	FEB 14 2008
Check No.	By 100862
By	
FOR SECRETARY OF STATE USE ONLY	

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Signature  Date 1/16/08
Print or Type Name Barry Brover
Title VP, CFO