



STATE OF RHODE ISLAND
STATEMENT OF RESIGNATION
OF
REGISTERED AGENT AND REGISTERED OFFICE

Pursuant to the provisions of Section 7-1.2-1409 of the Rhode Island Business Corporation Act, the undersigned registered agent, in order to resign as registered agent and registered office, hereby certifies that:

1. The name of the corporation is:

BARNES & NOBLE COLLEGE BOOKSELLERS, INC. (#000033190)

2. The name of the resigning agent is:

Capitol Corporate Services, Inc.

3. The address of the resigning registered office is:

222 Jefferson Blvd Ste 200

Address

Warwick Rhode Island 02888

City

State

Zip code

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4. This resignation of registered agent and registered office shall become effective on the 31st day after the date on which this Statement of Resignation is filed with the office of the Rhode Island Secretary of State.

IN WITNESS WHEREOF, the undersigned registered agent has caused this Statement of Resignation to be signed on its behalf by its officer this 28th day of Feb, 2011.

Capitol Corporate Services, Inc.
Registered Agent

Cheryl Roberts
Signature

Cheryl Roberts
Name

President
Title