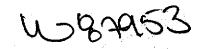
APPLICATION FOR CERTIFICATE OF AUTHORITY FOR FOREIGN LIMITED LIABILITY COMPANY

09 OCT 29 PM 1: 03

SECRETABY_OF_STATE-(Instructions on back of application) STATE OF IDAHO 1. The name of the limited liability company is: Barnes & Noble College Booksellers, LLC 2. If the name of the limited liability company is not permissible or is not available in Idaho, the name the foreign limited liability company will use in Idaho is: 3. The jurisdiction under whose laws the limited liability company is formed is: Delaware 4. The name and complete street address of the registered agent in Idaho is: 355 W. Myrtle Ste. 102, Boise, ID 83702 Capitol Corporate Services, Inc. 5. The street and mailing address of the limited liability company's principal office is: 120 Mountain View Blvd, Basking Ridge, NJ 07920 Street Address Posteronome Garris Med Mailing Address, if different ... 6. The street and mailing address of the limited liability company's office in the jurisdiction under whose laws it is organized is: 355 W. Myrtle Ste. 102, Boise, ID 83702 Street Address 120 Mountain View Blvd, Basking Ridge, NJ 07920 Mailing Address, if different 7. The name and mailing address of at least one member or manager: 120 Mountain View Blvd, Basking Ridge, NJ 07920 **Barry Brover** 8. The mailing address for future correspondence: Tax Department - 120 Mountain View Blvd, Basking Ridge, NJ 07920 Secretary of State use only 9. Signature of an authorized person:

Joseph Paulter

Typed Name



Delaware

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE DELAWARE, DO HEREBY CERTIFY "BARNES & NOBLE COLLEGE BOOKSELLERS, IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SIXTEENTH DAY OF OCTOBER, A.D. 2009.

DATE: 10-16-09