

**2001 UNIFORM BUSINESS REPORT (UBR)**

**FILED**  
**Mar 29, 2001 8:00 am**  
**Secretary of State**

03-29-2001 90389 048 \*\*\*150.00

0441500

**DOCUMENT # 828919**

1. Entity Name

**B. DALTON BOOKSELLER, INC.**

Principal Place of Business

Mailing Address

122 FIFTH AVE  
 ATTN TAX DEPT  
 NEW YORK NY 10011  
 US

122 FIFTH AVE  
 ATTN: TAX DEPT  
 NEW YORK NY 10011  
 US

2. Principal Place of Business

3. Mailing Address

Suite, Apt. #, etc.

Suite, Apt. #, etc.

City & State

City & State

4. FEI Number

**41-0906277**

Applied For

Not Applicable

Zip

Country

Zip

Country

5. Certificate of Status Desired

**\$8.75** Additional Fee Required

6. Name and Address of Current Registered Agent

7. Name and Address of New Registered Agent

**CORPORATION SERVICE COMPANY**  
**1201 HAYS STREET**  
**TALLAHASSEE FL 32301**

Name

Street Address (P.O. Box Number is Not Acceptable)

City

**FL**

Zip Code

8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE

Signature, typed or printed name of registered agent and title if applicable.

(NOTE: Registered Agent signature required when reinstating)

DATE

9. This corporation is eligible to satisfy its Intangible Tax filing requirement and elects to do so. (See criteria on back)

**FILE NOW!!! FEE IS \$150.00**  
**After MAY 1, 2001 Fee will be \$550.00**  
**Make Check Payable to Department of State**

10. Election Campaign Financing Trust Fund Contribution.

**\$5.00** May Be Added to Fees

11. OFFICERS AND DIRECTORS

12. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11

TITLE: CEO  
 NAME: RIGGIO, LEONARD  Delete  
 STREET ADDRESS: 122 FIFTH AVE  
 CITY-ST-ZIP: NEW YORK, NY 10011

TITLE:  Change  Addition  
 NAME:  Change  Addition  
 STREET ADDRESS:  Change  Addition  
 CITY-ST-ZIP:  Change  Addition

TITLE: SD  
 NAME: ROSEN, MICHAEL  Delete  
 STREET ADDRESS: 1290 AVE OF THE AMERICAS  
 CITY-ST-ZIP: NEW YORK NY 10104

TITLE:  Change  Addition  
 NAME:  Change  Addition  
 STREET ADDRESS:  Change  Addition  
 CITY-ST-ZIP:  Change  Addition

TITLE: EVP  
 NAME: KLIPPER, MITCHELL S  Delete  
 STREET ADDRESS: 122 5TH AVE.  
 CITY-ST-ZIP: NEW YORK NY

TITLE:  Change  Addition  
 NAME:  Change  Addition  
 STREET ADDRESS:  Change  Addition  
 CITY-ST-ZIP:  Change  Addition

TITLE: VPT  
 NAME: ARCHBOLD, MICHAEL  Delete  
 STREET ADDRESS: 122 FIFTH AVE  
 CITY-ST-ZIP: NEW YORK NY 10011

TITLE:  Change  Addition  
 NAME:  Change  Addition  
 STREET ADDRESS:  Change  Addition  
 CITY-ST-ZIP:  Change  Addition

TITLE: COO  
 NAME: KAHN, J.ALAN  Delete  
 STREET ADDRESS: 122 FIFTH AVE  
 CITY-ST-ZIP: NEW YORK NY 10011

TITLE:  Change  Addition  
 NAME:  Change  Addition  
 STREET ADDRESS:  Change  Addition  
 CITY-ST-ZIP:  Change  Addition

TITLE: AS  
 NAME: GORDON, STUART A  Delete  
 STREET ADDRESS: 1290 AVENUE OF THE AMERICAS  
 CITY-ST-ZIP: NEW YORK NY

TITLE: AS  
 NAME: Thomas W Holland  Change  Addition  
 STREET ADDRESS: 122 Fifth Avenue  
 CITY-ST-ZIP: NEW YORK NY 10011

13. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this report or supplemental report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 11 or Block 12 if changed, or on an attachment with an address, with all other like empowered.

SIGNATURE:

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

3/9/01

Date

212-633-3298

Daytime Phone #

Thomas W Holland Ass't Secy

CR2E034 (10/00)

**BARNES NOBLE BOOKSELLERS, INC.**  
*(formerly known as Barnes Noble Superstores, Inc.)*

Doc # 028919  
734852

**ROSTER OF OFFICERS AND DIRECTORS**

**AS OF JUNE 7, 2000**

<u>OFFICE</u>	<u>NAME</u>	<u>BUSINESS ADDRESS</u>	<u>HOME ADDRESS</u>
Secretary and Director	Michael N. Rosen	Robinson Silverman Pearce Aronsohn & Berman LLP 1290 Avenue of the Americas New York, NY 10104	50 East 79th Street New York, NY 10021
Assistant Secretary	Thomas Holland	122 Fifth Avenue New York, NY 10011	6 Concord Drive Kendall Park, NJ 08824
Assistant Secretary	Elizabeth Thomas	122 Fifth Avenue New York, NY 10011	3 Briar Way Belle Mead, NJ 08502
Assistant Secretary	Stuart A. Gordon	Robinson Silverman Pearce Aronsohn & Berman LLP 1290 Avenue of the Americas New York, NY 10104	40 East 94th Street New York, NY 10128
Assistant Secretary	Jay M. Dorman	Robinson Silverman Pearce Aronsohn & Berman LLP 1290 Avenue of the Americas New York, NY 10104	729 Bunker Road North Woodmere, NY 11581
Director	Irene R. Miller	186 Riverside Drive #10E New York, NY 10024	same
Director	Michael Del Giudice	Millenium Capital Markets One Rockefeller Plaza Suite 2330 New York, NY 10020	15 West 53rd St #7F New York, NY 10019
Director	Matthew A. Berdon	Urbach, Kahn & Werlin 250 Park Avenue South New York, NY 10003	911 Park Ave #4A New York, NY 10022
Director	William Sheluck, Jr.	36 Greenleaf Farms Road Newtown, CT 06470	same
Director	William Dillard, II	Dillard Department Stores, Inc. 1600 Cantrell Road Little Rock, AR 72201	6 Edgehill Road Little Rock, AR 72207
Director	Margaret T. Monaco	KECALP 2 World Financial Center 250 Vesey Street-27th Floor New York, NY 10281	83 Devon Road Essex Fells, NJ 07021

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**AS OF JUNE 7, 2000**

<u>OFFICE</u>	<u>NAME</u>	<u>BUSINESS ADDRESS</u>	<u>HOME ADDRESS</u>
Chairman of the Board and Chief Executive Officer	Leonard Riggio	122 Fifth Avenue New York, NY 10011	720 Park Avenue New York, NY 10021
Vice Chairman	Stephen Riggio	122 Fifth Avenue New York, NY 10011	81 Post Kunhardt Rd Bernardsville, NJ 07924
Chief Operating Officer	J. Alan Kahn	122 Fifth Avenue New York, NY 10011	50 Central Park West New York, NY 10023
Executive Vice President, Assistant Secretary and President, Barnes & Noble Development	Mitchell S. Klipper	122 Fifth Avenue New York, NY 10011	3 Clearmeadow Lane Woodbury, NY 11797
President	Thomas A. Tolworthy	122 Fifth Avenue New York, NY 10011	2 Bridle Way Pawling, NY 12564
Senior Vice President, Corporate Communications	Mary Ellen Keating	122 Fifth Avenue New York, NY 10011	69 Fifth Avenue #7F New York, NY 10003
Vice President and Chief Financial Officer	Michael Archbold	122 Fifth Avenue New York, NY 10011	72 Norwood Road Northport, NY 11768
Vice President, Distribution & Logistics	Darrell Meussner	122 Fifth Avenue New York, NY 10011	416 Hidden Valley Court Wyckoff, NJ 07481
Vice President, Barnes & Noble Development	David S. Deason	122 Fifth Avenue New York, NY 10011	33 Sprint Hill Lane Mount Kisco, NY 10549
Vice President and Chief Information Officer	Joseph Giamelli	122 Fifth Avenue New York, NY 10011	5 Cindy Lane Irvington, NY 10533
Vice President, Store Merchandising	Michael Hejny	122 Fifth Avenue New York, NY 10011	14 Emery Street Mount Kisco, NY 10549
Vice President, Merchandising	Robert J. Wietrak	122 Fifth Avenue New York, NY 10011	165 Christopher Street New York, NY 10014
Vice President	Maureen O'Connell	122 Fifth Avenue New York, NY 10011	154 Weaver Street Greenwich, CT 06831