2011 FOR PROFIT CORPORATION ANNUAL REPORT

DOCUMENT# F06000001039

Entity Name: BARNES & NOBLE BOOKSELLERS, INC.

FILED Apr 18, 2011 Secretary of State

Current Principal Place of Business:	New Principal Place of Business

122 FIFTH AVENUE NEW YORK, NY 10011

Current Mailing Address: New Mailing Address:

122 FIFTH AVENUE TAX DEPARTMENT 4TH FL NEW YORK, NY 10011

FEI Number: 13-4030389 FEI Number Applied For () FEI Number Not Applicable () Certificate of Status Desired ()

Name and Address of Current Registered Agent: Name and Address of New Registered Agent:

CAPITOL CORPORATE SERVICES, INC. 155 OFFICE PLAZA DR. SUITE A TALLAHASSEE, FL 32301 US

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.

iii tiio otato oi i i

SIGNATURE: Electronic Signature of Registered Agent

Date

OFFICERS AND DIRECTORS:

Title: CEO

Name: WILLIAM, LYNCH J JR
Address: 122 FIFTH AVENUE
City-St-Zip: NEW YORK, NY 10011

Title: MGR

Name: ROBINS, LAWRENCE Address: 122 FIFTH AVE City-St-Zip: NEW YORK, NY 10011

Title: VT

Name: FLOREZ, MARIA B Address: 122 FIFTH AVENUE City-St-Zip: NEW YORK, NY 10011

Title: COO

Name: KLIPPER, MITCHELL S Address: 122 FIFTH AVENUE City-St-Zip: NEW YORK, NY 10011

Title: CFO

Name: LOMBARDI, JOSEPH Address: 122 FIFTH AVENUE City-St-Zip: NEW YORK, NY 10011

I hereby certify that the information indicated on this report or supplemental report is true and accurate and that my electronic 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 above, or on an attachment with all other like empowered.

SIGNATURE: LAWRENCE S ROBINS AS 04/18/2011