

**Textbook Rental Program Letter of Agreement
Between Grossmont-Cuyamaca Community College District and Barnes &
Noble College Booksellers, LLC**

This letter of Agreement dated as of September 9, 2010 serves as an Amendment to the current contract for bookstore services between Grossmont-Cuyamaca Community College District and Barnes & Noble College Booksellers.

The parties hereby agree as follows:

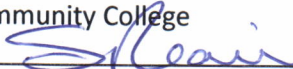
Barnes & Noble College Booksellers shall institute their textbook rental program at Grossmont-Cuyamaca Community College District beginning with the spring term 2011.

Commencing in the contract year when the textbook rental program is implemented, the school agrees that the guaranteed minimum rent outlined in the current bookstore contract, is waived. During the term of this amendment, Barnes & Noble College Booksellers shall pay the existing commissions on all sales (excluding textbook rentals) and a commission of 7% on all textbook rentals

Barnes & Noble College Booksellers shall work with Grossmont-Cuyamaca Community College District to determine the number of textbooks to be made available for rental.

Grossmont-Cuyamaca Community College District shall purchase, or require a successor contractor to purchase, Barnes & Noble's rental inventory outstanding at the time of the transition, at the buyback value (50% of the retail price) in the event of cancellation of this agreement.

This letter of Agreement shall expire at the end of the anniversary of the first contract year in which rental was implemented. At the end of the first year, both parties agree to review the results of the textbook rental program and the commission reduction. If mutually agreed upon this agreement will renew annually.

For: Grossmont-Cuyamaca Community College
District/signature _____


Name (print): Sue Rearic

Title: Vice Chancellor-Business Services

Date: 10/13/10

For: Barnes & Noble College Booksellers/signature _____


Name (print): Kimberly Otte

Title: Vice President, Sales