



11-28-2000



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To the Honorable Commissioner of Patents and Trademarks, U.S. Department of Commerce, Washington, D.C. 20530, for original documents or copy thereof.

1. Name of conveying party(ies):

1-800-FLOWERS, INC.

- Individual(s)
- General Partnership
- Corporation-State Delaware
- Other
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached?  Yes  No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: April 14, 1999

2. Name and address of receiving party(ies)

Name: 1-800-FLOWERS.COM, INC.

Internal Address:

Street Address: 103 Foulk Road

Suite 202

City: Wilmington State: DE ZIP: 19803

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Delaware
- Other

If assignee is not domiciled in the United States, a domestic representative designation is attached?  Yes  No

(Designations must be a separate document from assignment)

Additional name(s) & address(es) attached?  Yes  No

4. Application number(s) or patent number(s):

A. Trademark Application No (s)

75/077,084

B. Trademark Registration No.(s)

U120 10/23/00

Additional numbers attached?  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Thomas M. Galgano, Esq.

Internal Address: Galgano & Burke

Suite 135

Street Address 300 Rabro Drive

City: Hauppauge State: NY ZIP: 11788

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 3.41) \$ 40.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

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9. Statement and signature

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Thomas M. Galgano  
Name of Person Signing

Signature

10/20/2000  
Date

Total number of pages including cover sheet, attachments, and document:

3



State of Delaware

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Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "1-800-FLOWERS, INC.", CHANGING ITS NAME FROM "1-800-FLOWERS, INC." TO "1-800-FLOWERS.COM, INC.", FILED IN THIS OFFICE ON THE FOURTEENTH DAY OF APRIL, A.D. 1999, AT 4:30 O'CLOCK P.M.



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Edward J. Freel, Secretary of State

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AUTHENTICATION:

06-28-00

DATE:

TRADEMARK

REEL: 002181 FRAME: 0755



FILED 04:30 PM 04/14/1999  
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CERTIFICATE OF AMENDMENT  
OF THE  
AMENDED AND RESTATED  
CERTIFICATE OF INCORPORATION  
OF  
1-800-FLOWERS, INC.

1-800-Flowers, Inc. (the "Corporation"), a corporation organized and existing under and by virtue of the General Corporation Law of Delaware, does hereby certify:

1. The name of the Corporation is 1-800-FLOWERS, Inc.
2. The Amended and Restated Certificate of Incorporation of the Corporation is hereby amended by striking out Article FIRST thereof and by substituting in lieu thereof the following:

"ARTICLE FIRST: The name of the Corporation is 1-800-FLOWERS.COM, Inc. (the "Corporation")."

3. The amendment of the Amended and Restated Certificate of Incorporation herein certified has been duly adopted in accordance with the provisions of Sections 228 and 242 of the General Corporation Law of the State of Delaware.

1-800-FLOWERS, INC.

By: 

Name: James F. McCann  
Office: President