

04-22-2002



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FORM PTO-1584

RECORDATION

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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

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Tab settings

TRADEMARKS ONLY

4.11.02

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Martha Stewart Living Omnimedia, Inc.
20 West 43rd Street
New York, NY 10036

- Individual(s)
 - General Partnership
 - Corporation
 - Other:
 - Association
 - Limited Partnership
- Additional name(s) of conveying parties attached? Yes No

2. Name and address of receiving party(ies):

MSO IP Holdings, Inc.
11100 Santa Monica Boulevard, Suite 600
Los Angeles, CA 90025

- Individual(s) Citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation - California
- Other:

3. Nature of conveyance:

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

Effective Date: September 4, 2001

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(s) attached: Yes No

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

A. Trademark Application No.(s) 75/809,492
75/809,007

B. Trademark Registration No.(s)

Additional Numbers attached? Yes No

OFFICE OF PATENTS & TRADEMARKS
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APR 11 AM 7:38
FINANCIAL SECTION

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

Name: HOWARD J. SHIRE, ESQ.
Address: KENYON & KENYON
One Broadway
New York, New York 10004

6. Total number of applications and registrations involved: 2

7. Total fee (37 C.F.R. 3.41) \$65.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: 11-0600

DO NOT USE THIS SPACE

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.

JEAN PELKOWSKI
Name of Person Signing

Jean Pelkowski
Signature

5/28/02
Date

Total number of pages comprising cover sheet:

OMB No. 0651-0011 (exp. 4/94)

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1 FC:481 40.00 CH
2 FC:482 25.00 CH

TRADEMARK
REEL: 002487 FRAME: 0935

TRADEMARK ASSIGNMENT

This Assignment is effective as and from the 4th day of September, 2001 and is by and between Martha Stewart Living Omnimedia, Inc., a Delaware corporation, having a place of business at 20 West 43rd Street, New York, NY 10036 (hereinafter "Assignor") and MSO IP Holdings, Inc., a California corporation, having a place of business at 11100 Santa Monica Boulevard, Suite 600, Los Angeles, CA 90025 (hereinafter "Assignee").

WHEREAS the Assignor has adopted and used the trademark listed below in connection with the goods and services in the indicated classes, as shown:

Mark	Class	Application No.	Application Date
MARTHASFLOWERS.COM	31	75/809,492	September 27, 1999
MARTHASFLOWERS.COM	35	75/809,007	September 27, 1999

WHEREAS the Assignee desires to acquire from the Assignor the rights to the said marks, together with the goodwill of the business with which said marks are used and which is symbolized by said marks;

NOW, THEREFORE, to all whom it may concern, be it known that for and in consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Assignor by these presents sells, transfers, conveys, and assigns unto the Assignee its entire right, title and interest in and to the aforesaid marks and applications, together with the right to recover for past infringements thereof, and the goodwill of the business in connection with which the aforesaid marks are used and which is symbolized thereby.

Martha Stewart Living Omnimedia, Inc.

By

Name:

Title :

Greg Blatt
Greg Blatt
Executive Vice President

461186

TOTAL P.02