

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	ASSIGNMENT OF AN UNDIVIDED PART OF ASSIGNOR'S INTEREST

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Martin Road Ltd.		11/14/2003	CORPORATION: VIRGIN ISLANDS, BRITISH

**RECEIVING PARTY DATA**

<b>Name:</b>	Petals Decorative Accents Corporation
<b>Street Address:</b>	90 Grove Street
<b>Internal Address:</b>	Suite 206
<b>City:</b>	Ridgefield
<b>State/Country:</b>	CONNECTICUT
<b>Postal Code:</b>	06877
<b>Entity Type:</b>	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 4**

Property Type	Number	Word Mark
Registration Number:	2004870	WATER ILLUSIONS
Registration Number:	1592150	PETALS
Registration Number:	1348408	PETALS
Registration Number:	1348165	PETALS

**CORRESPONDENCE DATA**

**Fax Number:** (202)942-5999  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
**Phone:** 202-942-5163  
**Email:** trademarkdocketing@aporter.com  
**Correspondent Name:** Anna W. Manville  
**Address Line 1:** 555 Twelfth Street, N.W.  
**Address Line 2:** IP Docketing, Arnold & Porter LLP  
**Address Line 4:** Washington, DISTRICT OF COLUMBIA 20004

**CH \$115.00 2004870**

NAME OF SUBMITTER:	Elizabeth Vary
Signature:	/elizabeth vary/
Date:	01/05/2006
<b>Total Attachments: 3</b> source=Martin Bill of Sale#page1.tif source=Martin Bill of Sale#page2.tif source=Martin Bill of Sale#page3.tif	

BILL OF SALE

KNOW ALL PERSONS BY THESE PRESENTS THAT Martin Road, Ltd. ("Seller"), in consideration of the sum of One Dollar and other good and sufficient consideration received by Seller from Petals Decorative Accents Corporation ("Buyer"), does hereby grant, bargain and sell to ("Buyer"), its successors and assigns, all the right, title and interest of Seller in all of the assets described on Schedule I attached hereto and made part hereof acquired by Seller (the "Purchased Assets"), to have and to hold all and singular goods, chattels and other property, to Buyer, its successors and assigns, to and for their own use forever.

Seller has and shall have no duty or obligation with respect to delivery of or Buyer's obtaining possession of the Purchased Assets, and Buyer assumes all risk of loss with respect to such Purchased Assets as of the date hereof. Buyer acknowledges that it is purchasing such Purchased Assets AS-IS and WHERE-IS.

SELLER HAS NOT HERETOFORE MADE AND DOES NOT HEREBY MAKE ANY REPRESENTATION OF WARRANTY OR EXPRESS ANY OPINION, EXPRESS OR IMPLIED, WITH RESPECT TO THE QUALITY, QUANTITY, CONDITION, MERCHANTABILITY, FITNESS FOR ANY PURPOSE, VALUE OR LOCATION OF ANY ITEM OF THE PURCHASED ASSETS, POSSESSION, QUIET ENJOYMENT, THE TITLE OF THE DEBTORS TO ANY OF THE PURCHASED ASSETS, THE COMPLIANCE OF THE DEBTORS OR ANY OF THEIR PROPERTY WITH ANY FEDERAL, STATE OR LOCAL STATUTE, OR ANY OTHER MATTER.

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IN WITNESS WHEREOF, Seller has caused these presents to be signed this 14th day of November, 2003.

MARTIN ROAD, LTD.

By:   
Authorized Officer  
Discovery Management Ltd.  
Director

Received and Accepted:

PETALS DECORATIVE ACCENTS CORPORATION

By: \_\_\_\_\_  
Authorized Officer

## SCHEDULE I

SCHEDULE OF PURCHASED ASSETS OF PETALS, INC. ET. AL.

All of the rights and interests in accounts receivable (including without limitation those arising from use of a credit card), general intangibles (including without limitation rights under contracts, trade names, trademarks, licenses, blueprints, designs, drawings, customer lists, computer programs, software and information, catalogs, websites, domain names, telephone numbers, and rights to refunds); deposit accounts, furniture, fixtures, computers and other equipment; inventory; books and records; instruments; leases; documents; and chattel paper formerly owned by Petals, Inc.; Petals Factory Outlet of Connecticut, Inc.; Petals Factory Outlet of Florida, Inc.; Petals Factory Outlet, Inc.; and Petals Factory Outlet of Pennsylvania, Inc. (collectively, "Petals") which were acquired by Martin Road Ltd. at, pursuant to, and in connection with a sale conducted by Martin Road Ltd. as a secured party of Petals pursuant to Revised Article 9 of the Uniform Commercial Code on November 14, 2003.