TRADEMARK ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Harry London Candies, Inc.		05/01/2006	CORPORATION: OHIO

RECEIVING PARTY DATA

Name:	JPMorgan Chase Bank, N.A. (as Administrative Agent)
Street Address:	10 South Dearborn St.
Internal Address:	19th Floor
City:	Chicago
State/Country:	ILLINOIS
Postal Code:	60603
Entity Type:	New York Banking Corporation:

PROPERTY NUMBERS Total: 10

Property Type	Number	Word Mark
Registration Number:	1823041	HARRY LONDON
Registration Number:	1925686	HOT LIPS
Registration Number:	1927891	MOCHA MELTS
Registration Number:	1309265	PRETZEL JOYS
Registration Number:	1346592	THE PEOPLE BISCUIT
Registration Number:	2117089	TRUFFLE FONDUE
Registration Number:	2392222	ZEN AND THE ART OF CHOCOLATE
Registration Number:	1918956	COOKIE JOYS
Serial Number:	76627587	CRISPIE JOYS
Serial Number:	78654921	TRUFFLE FONDUE

CH $265.00 1823041

CORRESPONDENCE DATA

Fax Number: (212)530-5219

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone:	212-530-5000
Email:	fbruno@milbank.com
Correspondent Name:	Frank A. Bruno
Address Line 1:	1 Chase Manhattan Plaza
Address Line 2:	Milbank, Tweed, Hadley & McCloy LLP
Address Line 4:	New York, NEW YORK 10005-1413

ATTORNEY DOCKET NUMBER:	57000-14600
NAME OF SUBMITTER:	Frank A. Bruno
Signature:	/FAB/
Date:	05/01/2006

Total Attachments: 10
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SHORT-FORM UNITED STATES TRADEMARK SECURITY AGREEMENT

WHEREAS, each of the signatories hereto (the "Grantors") has adopted, used, is using and is the owner of its respective trademarks listed on the attached Schedule I of United States Trademarks and the registrations and pending applications associated therewith;

WHEREAS, each Grantor has contemporaneously with the execution of this Short-Form United States Trademark Security Agreement entered into the Security Agreement dated as of May 1, 2006 (the "Security Agreement") between the Grantors and JPMorgan Chase Bank, N.A. (the "Administrative Agent") in which such Grantors have granted certain interests in favor of the Administrative Agent and the Lenders, as such term is defined in the Security Agreement;

WHEREAS, pursuant to the Security Agreement, each Grantor has agreed with the Administrative Agent to execute this Short-Form United States Trademark Security Agreement; and

WHEREAS, terms defined in the Security Agreement are used herein as defined therein;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, each Grantor hereby grants to the Administrative Agent, for the benefit of the Lenders and Administrative Agent, according to the terms of the Security Agreement, a security interest in all of its right, title and interest in, to and under all the Trademark Collateral of such Grantor located in the United States of America, together with, among other things, the good-will of the business symbolized by the trademarks, including its respective trademarks listed on the attached Schedule I, and all registrations and pending applications associated therewith, as collateral security for the prompt and complete payment and performance when due of all the Secured Obligations.

Date: May 1, 2006

[signature pages follow]

GRANTORS:

1-800-FLOWERS.COM, INC.
FMCB ACQUISITION CO., INC.
BLOOMNET EXCHANGE, INC.
THE CHILDREN'S GROUP, INC.
THE POPCORN FACTORY, INC.
800-FLOWERS, INC.
800-FLOWERS.COM, INC.
CHERYL & CO.
THE PLOW & HEARTH, INC.
FANNIE MAY CONFECTIONS BRANDS, INC.
FANNIE MAY CONFECTIONS, INC.
HARRY LONDON CANDIES, INC.
1-800-FLOWERS RETAIL INC.
AMALGAMATED CONSOLIDATED ENTERPRISES, INC.
CONROY'S, INC.
1-800-FLOWERS TEAM SERVICES, INC.
FRESH INTELLECTUAL PROPERTIES, INC.
BLOOMLINK SYSTEMS, INC.
1-800-FLOWERS ACQUISITION CORP.
WESTBURY INVESTING CORP.
THEGIFT.COM, INC.
GT&C.COM, INC.
THE CHILDREN'S GROUP REALTY, CO.
1-800-FLOWERS.COM FRANCHISE CO., INC.
1-800-FLOWERS SEASONAL TEAM, INC.
THE WINETASTING NETWORK
WIND & WEATHER

For each of the foregoing entities:

By: _____
Name: Gerard M. Gallagher
Title: Secretary

P&H, L.P.

By: The Plow & Hearth, Inc.,
as it General Partner

By: _____
Name:
Title:

GUARDED REALTY HOLDINGS, LLC.

By: 1-800-Flowers.com, Inc., as its sole Member

By: _____
Name: Gerard M. Gallagher
Title: Secretary

WTN SERVICES, LLC.

By: The Winetasting Network, as its sole Member

By: _____
Name: Gerard M. Gallagher
Title: Secretary

STATE OF NY)
) SS.:
COUNTY OF NY)

On the 1st day of May, 2006, before me, the undersigned, a notary public in and for said state, personally appeared Gerard M. Gallagher, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument, and acknowledged to me that he/she executed the same in his/her capacity and that by his/her signature on the instrument the individual or the person upon behalf of which the individual acted executed the instrument.

Paula S. Jaslow
Notary Public

[SEAL]

PAULA S. JASLOW
Notary Public, State of New York
No. 01JA5048244
Qualified in New York County
Commission Expires Dec. 1, 2009

SCHEDULE I

1-800 FLOWERS U.S. REGISTERED TRADEMARKS

Mark	Registration Number	Owner
1-800-BASKETS.COM	2,782,517	Fresh Intellectual Properties, Inc.
1-800-CANDIES.COM	2,976,683	Fresh Intellectual Properties, Inc.
1-800-FLEURISTE	1,912,766	Fresh Intellectual Properties, Inc.
1-800-FLOWERS	1,009,717	Fresh Intellectual Properties, Inc.
1-800-FLOWERS (& DESIGN)	2,014,298	Fresh Intellectual Properties, Inc.
1800FLOWERS.BIZ	2,776,333	Fresh Intellectual Properties, Inc.
1-800-FLOWERS.BIZ	2,776,332	Fresh Intellectual Properties, Inc.
1800FLOWERS.COM	2,825,367	Fresh Intellectual Properties, Inc.
1-800-FLOWERS.COM	2,434,592	Fresh Intellectual Properties, Inc.
1-800-FLOWERS.MOM	2,594,342	Fresh Intellectual Properties, Inc.
1-800-GIFTHOUSE	2,001,757	Fresh Intellectual Properties, Inc.
1-800-GOODIES.COM	2,782,516	Fresh Intellectual Properties, Inc.
1-800-GREETINGS.COM	2,728,287	Fresh Intellectual Properties, Inc.
1-800-GROWERS.COM	2,719,893	Fresh Intellectual Properties, Inc.
1-800-LAS FLORES.COM	2,690,337	Fresh Intellectual Properties, Inc.
1-800-LAS FLORES.COM (& DESIGN)	2,685,859	Fresh Intellectual Properties, Inc.
1-800-LAS-FLORES	1,941,414	Fresh Intellectual Properties, Inc.
1-800-THE-ROSE	2,492,874	Fresh Intellectual Properties, Inc.
1-888-FLOWERS	2,530,031	Fresh Intellectual Properties, Inc.
800-BASKETS	1,751,591	Fresh Intellectual Properties, Inc.
800-CANDIES	1,755,761	Fresh Intellectual Properties, Inc.
800-FLORIST	1,826,561	Fresh Intellectual Properties, Inc.
800-FLOWERS	1,398,787	Fresh Intellectual Properties, Inc.
800-GOODIES	1,751,588	Fresh Intellectual Properties, Inc.
800-GROWERS	1,816,163	Fresh Intellectual Properties, Inc.
AIR-RANGEMENT	2,446,630	Fresh Intellectual Properties, Inc.
AMBROSIA	2,639,398	1-800-Flowers.Com, Inc.
AMERICAN COUNTRY HOME	2,401,063	The Plow & Hearth, Inc.
AMERICA'S BUSINESS FLORIST	1,856,468	Fresh Intellectual Properties, Inc.
BALLOON BOUTIQUE	2,213,896	Fresh Intellectual Properties, Inc.
BIRTHDAY FLOWER CAKE	2,179,953	Fresh Intellectual Properties, Inc.
BLOOM OF THE MONTH	2,887,891	Fresh Intellectual Properties, Inc.
BLOOMLINK	1,981,331	Fresh Intellectual Properties, Inc.
BLOOMNET	1,751,517	Fresh Intellectual Properties, Inc.
BRING YOUR MOM TO	2,831,335	Fresh Intellectual Properties, Inc.

WORK DAY		
CAFE BOUQUET	2,617,290	Fresh Intellectual Properties, Inc.
CALL 1-800-FLOWERS	1,761,641	Fresh Intellectual Properties, Inc.
CELEBRATIONS	2,605,451	Fresh Intellectual Properties, Inc.
CHERYL & CO.	2,665,226	Cheryl & Co.
CHERYL & CO. (Design)	1,578,024	Cheryl & Co.
CHERYL'S COOKIES	1,337,014	Cheryl & Co.
CHILDREN'S PUREST TREASURES	3,033,508	Fresh Intellectual Properties, Inc.
CONROY'S 1-800-FLOWERS (& FLOWER BOX DESIGN WITH "CONROY'S" IN BOX)	2,046,357	Fresh Intellectual Properties, Inc.
CONROY'S FLOWERS	1,530,282	Fresh Intellectual Properties, Inc.
CONROY'S FLOWERS (& DESIGN)	1,529,051	Fresh Intellectual Properties, Inc.
COOK IT! CLUB (& DESIGN)	1,797,353	Fresh Intellectual Properties, Inc.
COOKIES FOR A'S	2,761,719	Cheryl & Co.
CUSHION FINDER	3,080,948	Fresh Intellectual Properties, Inc.
DESIGN	2,630,268	Wind & Weather
DESIGN	2,753,540	The Winetasting Network
DIRECT FROM THE TASTING ROOM TO YOU	2,882,034	The Winetasting Network
E-MMEDIATE GIFT	2,748,153	Fresh Intellectual Properties, Inc.
EXPRESSIONS EXCHANGE	3,008,036	Fresh Intellectual Properties, Inc.
FINGERMAJIG	1,768,774	Fresh Intellectual Properties, Inc.
FLEUR DE CHOCOLATE	2,507,698	Fresh Intellectual Properties, Inc.
FLORAVERSITY	2,010,543	Fresh Intellectual Properties, Inc.
FLOWER COUNTRY USA	2,402,317	Fresh Intellectual Properties, Inc.
FRESH (STYLIZED)	2,985,722	Fresh Intellectual Properties, Inc.
FRESH CONNECTION	2,460,102	Fresh Intellectual Properties, Inc.
FRESH FORUM	2,802,947	Fresh Intellectual Properties, Inc.
FRESH HOME & GARDEN	2,455,856	The Plow & Hearth, Inc.
FRESH REWARDS PROGRAM	2,302,484	Fresh Intellectual Properties, Inc.
FRESH TALK	2,041,262	Fresh Intellectual Properties, Inc.
FRESH THOUGHTS	2,022,594	Fresh Intellectual Properties, Inc.
FRESH UNIVERSITY	2,633,186	Fresh Intellectual Properties, Inc.
FRESHNESS CARE SYSTEM	2,089,646	Fresh Intellectual Properties, Inc.
GARDENWORKS	2,483,564	Fresh Intellectual Properties, Inc.
GET TOGETHER & CELEBRATIONS	2,940,973	Fresh Intellectual Properties, Inc.
GIFT CONCIERGE SERVICE	2,046,294	Fresh Intellectual Properties, Inc.
GOURMET CLASSICS	2,710,433	Cheryl & Co.
GREAT FOOD ONLINE	2,401,093	Greatfood.Com, Inc.
GREATFOOD.COM	2,367,258	Greatfood.Com, Inc.
GREETING CANS	1,490,406	Fresh Intellectual Properties, Inc.

GREETING CANS	1,532,035	Fresh Intellectual Properties, Inc.
HAPPYVILLAGERS	2,930,357	Fresh Intellectual Properties, Inc.
HAPPYVILLE BLOCKS	2,816,836	Fresh Intellectual Properties, Inc.
HEARTH HEADQUARTERS	3,060,756	Fresh Intellectual Properties, Inc.
HEARTHSONG	1,455,274	Fresh Intellectual Properties, Inc.
HEARTHSONG	1,460,401	Fresh Intellectual Properties, Inc.
HEARTHSONG (& STYLIZED)	2,442,195	Fresh Intellectual Properties, Inc.
HEARTHSOURCE	2,776,979	Fresh Intellectual Properties, Inc.
HOLIDAY FLOWER TREE	2,312,603	Fresh Intellectual Properties, Inc.
IT'S YOUR DAY BOUQUET	2,743,584	Fresh Intellectual Properties, Inc.
JUST CALL OUR NAME	1,911,701	Fresh Intellectual Properties, Inc.
MAGIC CABIN	2,780,434	Fresh Intellectual Properties, Inc.
MAGIC CABIN DOLLS	2,052,763	Fresh Intellectual Properties, Inc.
MAGIC CABIN FAIRIES	2,959,197	Fresh Intellectual Properties, Inc.
MAKING SCENTS	2,037,576	Fresh Intellectual Properties, Inc.
MAMA MOORE'S BAKESHOP	2,940,509	Fresh Intellectual Properties, Inc.
MUGABLES	2,465,872	Fresh Intellectual Properties, Inc.
O!CCASIONS	1,892,480	Fresh Intellectual Properties, Inc.
PICK-UP PIZZAS	2,948,380	Fresh Intellectual Properties, Inc.
PLOW & HEARTH	1,733,807	The Plow & Hearth, Inc.
PRACTICAL SOLUTIONS FOR EVERYDAY LIVING	2,771,406	Fresh Intellectual Properties, Inc.
PRIVATE TASTING	1,935,603	The Winetasting Network
PROBLEM SOLVERS	2,781,644	Fresh Intellectual Properties, Inc.
SNACK OF THE MONTH	1,661,834	Fresh Intellectual Properties, Inc.
SNACK TO SCHOOL	1,625,092	Fresh Intellectual Properties, Inc.
TASTING PANEL	2,026,856	The Winetasting Network
TELEVERSITY	2,072,106	Fresh Intellectual Properties, Inc.
THE ONE 800 NUMBER FOR FLOWERS	1,811,143	Fresh Intellectual Properties, Inc.
THE ONE 888 NUMBER FOR FLOWERS	2,385,846	1-800-Flowers.Com, Inc.
THE PINK RIBBON BOUQUET	2,434,347	Fresh Intellectual Properties, Inc.
THE POPCORN FACTORY	1,110,635	Fresh Intellectual Properties, Inc.
THE POPCORN FACTORY	1,371,547	Fresh Intellectual Properties, Inc.
THE POPCORN FACTORY	1,902,060	Fresh Intellectual Properties, Inc.
TIMELESS TULIPS	2,759,568	Fresh Intellectual Properties, Inc.
TOPSY TURVY TROLLS	2,039,660	Fresh Intellectual Properties, Inc.
TOYS YOU'LL FEEL GOOD ABOUT GIVING	1,714,548	Fresh Intellectual Properties, Inc.
TUMBLING GNOMES	1,810,889	Fresh Intellectual Properties, Inc.
VINTNER'S SELECT	2,613,672	The Winetasting Network
WIND & WEATHER	2,676,351	Wind & Weather
WIND & WONDER	2,236,301	Fresh Intellectual Properties, Inc.
WINETASTING (& DESIGN)	2,798,173	The Winetasting Network

WINETASTING NETWORK	2,822,354	The Winetasting Network
WINETASTING.COM (& DESIGN)	2,753,541	The Winetasting Network
WORLD WINE RAMBLERS	2,380,038	The Winetasting Network
WORLD'S FAVORITE FLORIST	2,703,556	Fresh Intellectual Properties, Inc.
WWW.HEARTHSONG.COM	2,442,235	Fresh Intellectual Properties, Inc.
YOUR FLORIST OF CHOICE	3,075,369	Fresh Intellectual Properties, Inc.
YOUR TRUSTED GUIDE TO GIFTING	2,632,883	Fresh Intellectual Properties, Inc.

FANNIE MAY U.S. REGISTERED TRADEMARKS

Mark	Application Number	Registration Number	Owner	Jurisdiction
AMERICAN HOMESTEAD COLLECTION BY FANNIE FARMER		2,040,233	Fannie May Confections, Inc.	
DEBUTANTES		2,221,712	Fannie May Confections, Inc.	
DESIGN ONLY		1,483,724	Fannie May Confections, Inc.	
FANNIE FARMER		1,770,031	Fannie May Confections, Inc.	
FANNIE FARMER (STYLIZD AND DESIGN)		1,392,552	Fannie May Confections, Inc.	
FANNIE FARMER (STYLIZED AND DESIGN)		904,804	Fannie May Confections, Inc.	
FANNIE FARMER (STYLIZED)		905,819	Fannie May Confections, Inc.	
FANNIE FARMER (STYLIZED)		578,907	Fannie May Confections, Inc.	
FANNIE FARMER (STYLIZED)		126,844	Fannie May Confections, Inc.	
FANNIE FARMER (STYLIZED)		1,393,461	Fannie May Confections, Inc.	
FANNIE FARMER (STYLIZED)		1,375,189	Fannie May Confections, Inc.	
FANNIE MAY (STYLIZED)		2,121,790	Fannie May Confections, Inc.	
FANNIE MAY CANDIES		9241	Fannie May Confections, Inc.	MISSOURI
FANNIE MAY CANDIES CELEBRATED		2,173,898	Fannie May Confections, Inc.	

COLLECTION				
FANNIE MAY KITCHEN FRESH CANDIES		1,407,863	Fannie May Confections, Inc.	
FF		998,022	Fannie May Confections, Inc.	
I CAN'T MAKE ALL THE CANDY IN THE WORLD, SO I JUST MAKE THE BEST OF IT (AND DESIGN)		1,397,036	Fannie May Confections, Inc.	
I LOVE MY HONEY BUT OH YOU FANNIE MAY		1,468,535	Fannie May Confections, Inc.	
LAFAYETTE (STYLIZED)		211,768	Fannie May Confections, Inc.	
LIVE WIRES		2,512,490	Fannie May Confections, Inc.	
PECAN DIXIES		1,758,566	Fannie May Confections, Inc.	
PIXIES		29397	Fannie May Confections, Inc.	ILLINOIS
PIXIES (STYLIZED)		593,071	Fannie May Confections, Inc.	
SWEET PERSUASION		1,816,447	Fannie May Confections, Inc.	
TRINIDAD		1,607,576	Fannie May Confections, Inc.	
TRINIDADS (STYLIZED)		1,400,579	Fannie May Confections, Inc.	
HARRY LONDON		1,823,041	Harry London Candies, Inc.	
HOT LIPS		1,925,686	Harry London Candies, Inc.	
MOCHA MELTS		1,927,891	Harry London Candies, Inc.	
PRETZEL JOYS		1,309,265	Harry London Candies, Inc.	
THE PEOPLE BISCUIT		1,346,592	Harry London Candies, Inc.	
TRUFFLE FONDUE		2,117, 089	Harry London Candies, Inc.	
ZEN AND THE ART OF CHOCOLATE		2,392,222	Harry London Candies, Inc.	
COOKIE JOYS		1,918,956	Harry London Candies, Inc.	
FANNY FARMER		9249400	Fannie May Confections, Inc.	NORTH DAKOTA

FANNIE FARMER		R27824	Alpine Confections, Inc.	NEW YORK

ALL TRADEMARK APPLICATIONS

MARK	App. Number	Owner
FANNIE MAY (STYLIZED)	78/825,713	Fannie May Confections, Inc.
1-800-FLOWERS (& DESIGN)	76/634,124	Fresh Intellectual Properties, Inc.
1-800-FLOWERS.COM (& LOGO)	76/634,121	Fresh Intellectual Properties, Inc.
1-800-FLOWERS.COM (& LOGO)	76/634,123	Fresh Intellectual Properties, Inc.
FRESH FLOWER HAPPY HOUR	76/651,786	Fresh Intellectual Properties, Inc.
HOLIDAY FLOWER TREE	76/652,980	Fresh Intellectual Properties, Inc.
LOTSA LOVE	76/557,892	Fresh Intellectual Properties, Inc.
PURCHASENET	76/652,870	Fresh Intellectual Properties, Inc.
SEND-A-MESSAGE	76/634,212	Fresh Intellectual Properties, Inc.
TULIP LOGO	76/634,122	Fresh Intellectual Properties, Inc.
CRISPIE JOYS	76/627,587	Harry London Candies, Inc.
TRUFFLE FONDUE	78/654,921	Harry London Candies, Inc.