

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Incredibly Edible Delites, Inc.		04/23/2012	CORPORATION: PENNSYLVANIA

RECEIVING PARTY DATA

Name:	Sareen Franchise Systems LLC
Street Address:	10702 Vandor Lane
City:	Manassas
State/Country:	VIRGINIA
Postal Code:	20109
Entity Type:	LIMITED LIABILITY COMPANY: VIRGINIA

PROPERTY NUMBERS Total: 14

Property Type	Number	Word Mark
Registration Number:	3435102	FRUITFLOWERS
Registration Number:	3387369	FRUITFLOWERS INCREDIBLY EDIBLE DELITES
Registration Number:	3387368	FRUITFLOWERS
Registration Number:	3313004	FRUITFLOWERS
Registration Number:	3104294	STRAWBERRY SALUTE
Registration Number:	3090600	IED
Registration Number:	3067025	FRUITFLOWERS.COM
Registration Number:	2854562	INCREDIBLY EDIBLE DELITES, INC. WWW.FRUITFLOWERS.COM
Registration Number:	2763711	
Registration Number:	2723829	INCREDIBLY EDIBLE DELITES, INC.
Registration Number:	2721015	INCREDIBLY EDIBLE DELITES
Registration Number:	2700149	WHEN ONLY THE BERRY BERRY BEST WILL DO!
Registration Number:	2676672	
		INCREDIBLY EDIBLE DELITES, INC. EDIBLE FLORAL TRADEMARK

OP \$365.00 3435102

Registration Number:

1755554

CREATIONS

CORRESPONDENCE DATA

Fax Number:

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: 6107644253

Email: amirin@fruitflowers.com

Correspondent Name: Andrea Ellman Mirin

Address Line 1: 6 Ridings Way

Address Line 4: West Chester, PENNSYLVANIA 19382

ATTORNEY DOCKET NUMBER:

SFS0001

NAME OF SUBMITTER:

Andrea Ellman Mirin

Signature:

/aem/

Date:

05/09/2012

Total Attachments: 3

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MARK AND SYSTEM ASSIGNMENT

THIS ASSIGNMENT is entered into effective this ^{23rd} day of April, 2012 between Incredibly Edible Delites, Inc., a Pennsylvania corporation with a principal place of business at One Summit Avenue, Broomall, Pennsylvania 19008 ("IED"/ "Assignor") and Sareen Franchise Systems, LLC, a Virginia limited liability company ("SFS"/ "Assignee"), a corporation organized under the laws of the Commonwealth of Virginia. IED and SFS will sometimes be referred to herein individually as a "Party" and collectively as the "Parties."

RECITALS

WHEREAS, Assignor is the owner of all right, title and interest in and to the Incredibly Edible Delites and FruitFlowers families of trademarks, including, but not limited to trademarks, service marks, collective marks, and related trade names;

WHEREAS, IED is the owner of all right, title and interest in domestic and international marks (including all state, federal and international trademarks, service marks, collective marks and/or their respective applications and registrations as well as trade names) related to the establishing and running of a FruitFlowers/Incredibly Edible Delites location including, but not limited to, United States Trademark Registration Nos. 3435102, 3387369, 3387368, 3313004, 3104294, 3090600, 3067025, 2854562, 2763711, 2723829, 2721015, 2700149, 2676672, and 1755554 as well as international marks including, but not limited to, Canadian Registration Number TMA662967 and Japanese Registration Numbers 5089331 and 5089332 (collectively referred to herein as "IED Marks");

WHEREAS, Assignor IED, as the result of expenditure of time, skill, effort and money, has developed a distinctive retail system featuring the creation and sale of sculptured fruit and vegetable basket arrangements to the public (hereinafter, the "System");

WHEREAS, Assignor IED is the owner of all right, title and interest in trademarks, service marks, trade names, logos, emblems, and indicia of origin for use in connection with the System (the "Proprietary Marks");

WHEREAS, the Parties are desirous that SFS shall acquire any and all right, title and interests that the Assignor may have in the marks related to the establishing and running of a FruitFlowers/Incredibly Edible Delites location, including, but not limited to the IED Marks;

WHEREAS, the Parties are desirous that SFS shall acquire any and all right, title and interests that the Assignor may have in the System and/or Proprietary Marks related to the establishing and running of a FruitFlowers/Incredibly Edible Delites location;

AND WHEREAS, the business interests of IED and SFS are aligned and the transfers contemplated herein will not disrupt the continuity of the products or services associated with any of the marks.

NOW THEREFORE, in consideration of the promises and agreements set forth herein, the Parties agree as follows:

I. ASSIGNMENT OF TRADEMARKS

FOR GOOD AND VALUABLE CONSIDERATION, the receipt of which is hereby acknowledged, Assignor assigns to Assignee, its legal representatives and assigns, all its respective right, title and interest in and to the IED Marks (including any and all trademarks, service marks and/or collective marks) for the INCREDIBLY EDIBLE DELITES and FRUITFLOWERS families of marks and registrations and applications therefore, including, but not limited to United States Trademark Registration Nos. 3435102, 3387369, 3387368, 3313004, 3104294, 3090600, 3067025, 2854562, 2763711, 2723829, 2721015, 2700149, 2676672, and 1755554 as well as international marks including, but not limited to, Canadian Registration Number TMA662967 and Japanese Registration Numbers 5089331 and 5089332, together with the goodwill of the mark(s) appurtenant thereto and the right to sue and collect for past infringement.

FOR GOOD AND VALUABLE CONSIDERATION, the receipt of which is hereby acknowledged, Assignor further assigns to Assignee, its legal representatives and assigns, all its respective right, title and interest in and to any and all domestic marks and applications, federal and state, related to the establishing and running of a FruitFlowers/Incredibly Edible Delites location, together with the goodwill of the mark(s) appurtenant thereto and the right to sue and collect for past infringement.

FOR GOOD AND VALUABLE CONSIDERATION, the receipt of which is hereby acknowledged, Assignor further assigns to Assignee, its legal representatives and assigns, all its respective right, title and interest in and to any and all international marks and applications, including Canadian and Japanese marks and/or applications, related to the establishing and running of a FruitFlowers/Incredibly Edible Delites location, together with the goodwill of the mark(s) appurtenant thereto and the right to sue and collect for past infringement.

II. ASSIGNMENT OF RIGHTS IN THE SYSTEM AND RELATED PROPRIETARY MARKS

FOR GOOD AND VALUABLE CONSIDERATION, the receipt of which is hereby acknowledged, Assignor assigns to Assignee, its legal representatives and assigns, all its respective rights, titles and interest in and to the System related to the establishing and running of a FruitFlowers/Incredibly Edible Delites location.

Assignor further assigns to Assignee, its legal representatives and assigns, all its respective rights, titles and interest in and to the Proprietary Marks (not heretofore addressed) related to the establishing and running of a FruitFlowers/Incredibly Edible Delites location, together with the goodwill of the mark(s) appurtenant thereto and the right to sue and collect for past infringement.

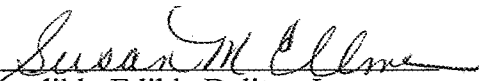
Assignor further assigns to Assignee, its legal representatives and assigns, all its respective right, title and interest in and to trade names related to the establishing and running of a FruitFlowers/Incredibly Edible Delites location, together with the goodwill of the mark(s) appurtenant thereto and the right to sue and collect for past infringement.

Assignor further agrees to execute such further assurances and documents or amendments thereto as may be required to effect proper registrations and recordations of the Assignments made herein.

IN WITNESS WHEREOF, Assignor has duly executed this document.

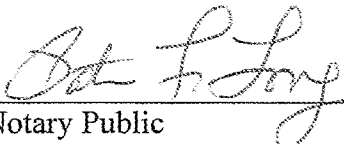
ASSIGNOR:

April 23, 2012


Incredibly Edible Delites, Inc.
By : Susan M. Ellman, President

COMMONWEALTH OF PENNSYLVANIA
COUNTY OF PA

I, the undersigned notary public, hereby certify that on the 23 day of April, 2012, appeared before me Susan M. Ellman, in the stated corporate capacity, and acknowledged the signature to be her own in the capacity stated.


Notary Public _____ Reg.No. _____

My Commission Expires: 12/8/2012

COMMONWEALTH OF PENNSYLVANIA
NOTARIAL SEAL
Patricia F. Long, Notary Public
Marple Township, Delaware County
My commission expires December 08, 2012

