

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
Ice.com, Inc.		01/30/2014	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Ice.com Round2, Inc.		
Street Address:	444 Spear Street, Suite 213		
City:	San Francisco		
State/Country:	CALIFORNIA		
Postal Code:	94105		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	3111280	ICE.COM	
Registration Number:	4465197	ICE	
Serial Number:	85912517	ICE REWARDS	
CORRESPONDENCE DATA			
Fax Number:	6508570663		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	650-843-5000		
Email:	trademarks@cooley.com		
Correspondent Name:	Todd S. Bontemps		
Address Line 1:	1299 Pennsylvania Avenue, NW, Suite 700		
Address Line 4:	Washington, DISTRICT OF COLUMBIA 20004-2400		
ATTORNEY DOCKET NUMBER:	320882-102		
NAME OF SUBMITTER:	Todd S. Bontemps		

Signature:	/TSB5/
Date:	01/31/2014
Total Attachments: 3 source=ICE.COM assignment#page1.tif source=ICE.COM assignment#page2.tif source=ICE.COM assignment#page3.tif	

Trademark and Domain Name Assignment Agreement

This Trademark And Domain Name Assignment Agreement ("*Assignment*") is effective as of January 30, 2014 and is entered into by and between Ice.com, Inc., a Delaware corporation ("*Assignor*"), and Ice.com Round2, Inc., a Delaware corporation ("*Assignee*").

WHEREAS, Assignor is the owner of the following trademarks and service marks, and all common law rights therein, and the corresponding US trademark registrations and US application:

ICE.COM, US Reg. No. 3,111,280 for "online and mail order retail services featuring diamond and non-diamond jewelry;

ICE And Design, US Reg. No. 4,465,197 for "online and mail order retail services featuring diamond and non-diamond jewelry; and

ICE REWARDS, US Ser. No. 85/912,517 for "promoting the sales of jewelry and diamonds through the administration of an incentive award program for consumers; and online and mail order retail services featuring diamond and non diamond jewelry and featuring a bonus incentive program for customers and promoting the goods of others by providing a bonus incentive program for customers"

(collectively hereafter "*the Marks*");

WHEREAS, Assignor is also the owner of the **ice.com** domain name (hereafter "*the Domain Name*");

WHEREAS, Assignee desires to acquire from Assignor all right, title and interest in the Marks and the Domain Name together with the goodwill associated therewith; and

WHEREAS, Assignor wishes to assign to Assignee all right, title and interest to the Marks and the Domain Name together with the goodwill associated therewith;

NOW, THEREFORE, for good and valuable consideration, receipt of which is acknowledged, Assignor hereby assigns to Assignee any and all right, title and interest which Assignor has in and to the Marks and the Domain Name together with the goodwill of that portion of the business symbolized by the Marks and the Domain Name and the right to sue for past infringement of the Marks, cybersquatting of the Domain Name, or violation of any of the rights being assigned herein.

IN WITNESS WHEREOF, Assignor and Assignee have executed this Assignment below.

For And On Behalf of Ice.com, Inc.

Assignor

By:  _____

Name: Samuel Gniwisch

Title: CEO

Date: January 30, 2014

For And On Behalf of Ice.com Round2, Inc.

Assignee

By: _____

Name: _____

Title: _____

Date: _____

SIGNATURE PAGE TO
TRADEMARK AND DOMAIN NAME ASSIGNMENT AGREEMENT

TRADEMARK
REEL: 005205 FRAME: 0626

IN WITNESS WHEREOF, Assignor and Assignee have executed this Assignment below.

For And On Behalf of Ice.com, Inc.

Assignor

By: _____

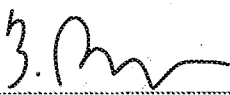
Name: _____

Title: _____

Date: _____

For And On Behalf of Ice.com Round2, Inc.

Assignee

By:  _____

Name: Brandon Proctor

Title: Chief Executive Officer

Date: January 30, 2014

SIGNATURE PAGE TO
TRADEMARK AND DOMAIN NAME ASSIGNMENT AGREEMENT