

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM301211

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Zulily, Inc.		10/17/2013	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	zulily, inc.
Street Address:	2601 Elliot Ave., Floor 2
City:	Seattle
State/Country:	WASHINGTON
Postal Code:	98121
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 18

Property Type	Number	Word Mark
Serial Number:	86076734	PENELOPE POSEY
Serial Number:	86081269	CONNER & KATE
Serial Number:	86076737	FREEDOM DAISY
Serial Number:	86014352	CONFETTI KISSES
Serial Number:	86954773	
Registration Number:	4495552	SWEET FABLE
Registration Number:	4495423	LILY CAKE
Registration Number:	4492413	AIMEE & AMELIA
Registration Number:	4491787	TIPTOE & WHISPER
Registration Number:	4491685	BLUEBERRY TWIRL
Serial Number:	85854792	BLOOM & PETAL
Registration Number:	4389211	SWEET JEWEELEA
Serial Number:	85954772	ZULILY
Registration Number:	4400922	AVA LOVES OLLI
Registration Number:	4396984	HIPPO HULA
Registration Number:	4389207	OWL & HOOT
Registration Number:	4358063	Z
Registration Number:	4357191	ZULILY

CH \$465.00 86076734

CORRESPONDENCE DATA

TRADEMARK

Fax Number:

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

Phone: 617-261-3115
Email: setrademarks@klgates.com
Correspondent Name: David J. Byer
Address Line 1: 925 4th Ave. Ste. 2900
Address Line 4: Seattle, WASHINGTON 98104-1158

ATTORNEY DOCKET NUMBER:	00017
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NAME OF SUBMITTER:	David J. Byer
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SIGNATURE:	/David J. Byer/
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DATE SIGNED:	04/11/2014
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Total Attachments: 4

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Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE RESTATED CERTIFICATE OF "ZULILY, INC.", FILED IN THIS OFFICE ON THE SEVENTEENTH DAY OF OCTOBER, A.D. 2013, AT 4:21 O'CLOCK P.M.

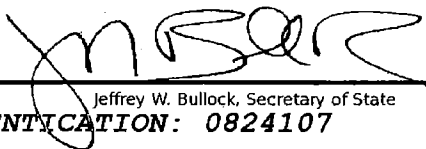
A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



4742911 8100

131209063

You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0824107

DATE: 10-17-13

TRADEMARK
REEL: 005258 FRAME: 0934

**SIXTH AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION
OF
ZULILY, INC.**

Darrell Cavens hereby certifies that:

ONE: The original name of this corporation is BSI Holdings, Inc. and the date of filing the original Certificate of Incorporation of this corporation with the Secretary of State of the State of Delaware was October 16, 2009.

TWO: He is the duly elected and acting President of Zulily, Inc., a Delaware corporation.

THREE: The Certificate of Incorporation of this corporation is hereby amended and restated to read as follows:

I.

The name of this company is zulily, inc. (the "*Company*").

II.

The address of the registered office of the Company in the State of Delaware is 2711 Centerville Road, Suite 400, City of Wilmington, County of New Castle, State of Delaware 19808, and the name of the registered agent of the Company in the State of Delaware at such address is Corporation Service Company.

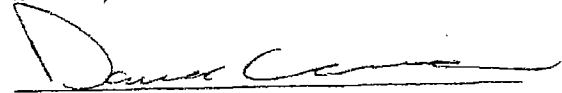
III.

The purpose of the Company is to engage in any lawful act or activity for which a corporation may be organized under the Delaware General Corporation Law ("*DGCL*").

PAGES 3 THROUGH 35 HAVE BEEN REDACTED

IN WITNESS WHEREOF, ZULILY, INC. has caused this Sixth Amended and Restated Certificate of Incorporation to be signed by its President this 17th day of October 2013.

ZULILY, INC.



Darrell Cavens, President

[SIGNATURE PAGE TO SIXTH AMENDED AND RESTATED CERTIFICATE OF INCORPORATION]