

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM327713

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Notice of Grant of Security Interest in Trademarks		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Provide Commerce, Inc.		07/17/2013	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Bank of America, N.A., as Administrative Agent		
<b>Street Address:</b>	1455 Market Street		
<b>Internal Address:</b>	5th Floor		
<b>City:</b>	San Francisco		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	94103		
<b>Entity Type:</b>	national banking association: UNITED STATES		
<b>PROPERTY NUMBERS Total: 25</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4050512	PROPLANTS	
<b>Registration Number:</b>	4001968		
<b>Registration Number:</b>	3993437		
<b>Registration Number:</b>	3957939		
<b>Registration Number:</b>	3860021	UNLIMITED BEAR HUGS	
<b>Registration Number:</b>	3783282	SHARI'S BERRIES	
<b>Registration Number:</b>	3684680	BROWNIES ON A STICK	
<b>Registration Number:</b>	3684679	BROWNIEPOPS	
<b>Registration Number:</b>	3482211	SECRET SPOON	
<b>Registration Number:</b>	3355569	FLORAPEDIA	
<b>Registration Number:</b>	3308347	DIRECT FROM THE FIELDS	
<b>Registration Number:</b>	3276088	PROVIDE-COMMERCE	
<b>Registration Number:</b>	3130888	THE ART OF FRESHER FLOWERS	
<b>Registration Number:</b>	3121431	CHERRY MOON FARMS	
<b>Registration Number:</b>	2790253		
<b>Registration Number:</b>	2790252		
<b>Registration Number:</b>	2518184	STRAWBERRY BOUQUET	
<b>Registration Number:</b>	2518183	STRAWBERRY ROSE	

OP \$640.00 4050512

Property Type	Number	Word Mark
Registration Number:	2476976	PROFLOWERS
Registration Number:	2294197	FLOWERFARM
Serial Number:	86188155	THOUGHTFULNESS ENGINE
Serial Number:	86128851	KALLA
Serial Number:	86128845	KALLA
Serial Number:	86128837	KALLA
Serial Number:	86079815	KALLA

#### CORRESPONDENCE DATA

**Fax Number:** 9192868199

*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.*

**Phone:** 919 286-8000

**Email:** PTO\_TMconfirmation@mvalaw.com

**Correspondent Name:** MOORE & VAN ALLEN PLLC

**Address Line 1:** 3015 CARRINGTON MILL BOULEVARD

**Address Line 2:** SUITE 400

**Address Line 4:** MORRISVILLE, NORTH CAROLINA 27560

<b>ATTORNEY DOCKET NUMBER:</b>	017625-4833
<b>NAME OF SUBMITTER:</b>	John E. Slaughter
<b>SIGNATURE:</b>	/John E. Slaughter/
<b>DATE SIGNED:</b>	12/31/2014

#### Total Attachments: 4

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NOTICE  
OF  
GRANT OF SECURITY INTEREST  
IN  
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Security and Pledge Agreement dated as of July 17, 2013 (as the same may be amended, modified, extended or restated from time to time, the "Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and Bank of America, N.A., as Administrative Agent (the "Administrative Agent") for the benefit of the holders of the Secured Obligations referenced therein, to secure the prompt payment and performance in full when due, whether by lapse of time, acceleration, mandatory prepayment or otherwise, of the Secured Obligations, the undersigned Obligor has granted to the Administrative Agent, for the benefit of the holders of the Secured Obligations, a continuing security interest in any and all right, title and interest of such Obligor in and to the Trademarks (as defined in the Agreement) whether now owned or existing or owned, acquired, or arising hereafter, including the United States registered trademarks and trademark applications shown below. Capitalized terms used and not otherwise herein shall have the meanings ascribed to such terms in the Agreement.

TRADEMARKS

<u>Trademark No.</u>	<u>Trademark</u>	<u>Date of Trademark</u>
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See Schedule 1 attached hereto

TRADEMARK APPLICATIONS

<u>Trademark Applications No.</u>	<u>Trademark Applied for</u>	<u>Date of Trademark Application</u>
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See Schedule 1 attached hereto

[signature pages follow]

The undersigned Obligor and the Administrative Agent, on behalf of the holders of the Secured Obligations, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application. This Notice of Grant of Security Interest in Trademarks is made in conjunction with the security interest granted to the Administrative Agent pursuant to the Agreement.

Very truly yours,

PROVIDE COMMERCE, INC.,  
a Delaware corporation

By: Becky A. Sheehan

Name: Becky A. Sheehan

Title: Executive Vice President and Chief Financial  
Officer

Acknowledged and Accepted:

BANK OF AMERICA, N.A.,  
as Administrative Agent

By: Anthea Del Bianco

Name: Anthea Del Bianco

Title: Vice President

IP NOTICE FILING (TRADEMARKS)

**TRADEMARK**  
**REEL: 005432 FRAME: 0991**

**Schedule 1****Provide Commerce, Inc.  
(Delaware Corporation)****U.S. Trademarks****Registered Marks**

<b>Mark</b>	<b>Reg. No.</b>	<b>Reg. Date</b>
PROPLANTS	4050512	11/01/11
Design only	4001968	07/26/11
Design only	3993437	07/12/11
Design only	3957939	05/10/11
UNLIMITED BEAR HUGS	3860021	10/12/10
SHARI'S BERRIES	3783282	05/04/10
BROWNIES ON A STICK	3684680	09/15/09
BROWNIEPOPS	3684679	09/15/09
SECRET SPOON	3482211	08/05/08
FLORAPEDIA	3355569	12/18/07
DIRECT FROM THE FIELDS	3308347	10/09/07
PROVIDE-COMMERCE	3276088	08/07/07
THE ART OF FRESHER FLOWERS	3130888	08/15/06
CHERRY MOON FARMS	3121431	07/25/06
Design only	2790253	12/09/03
Design only	2790252	12/09/03
STRAWBERRY BOUQUET	2518184	12/11/01
STRAWBERRY ROSE	2518183	12/11/01
PROFLOWERS	2476976	08/14/01
FLOWERFARM	2294197	11/23/99

**Pending Applications**

<b>Mark</b>	<b>Appl. No.</b>	<b>Filing Date</b>
THOUGHTFULNESS ENGINE	86188155	02/07/14
KALLA	86128851	11/25/13
KALLA	86128845	11/25/13
KALLA	86128837	11/25/13
KALLA	86079815	10/01/13