

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM817575

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Release R/F 006756/0896		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Wilmington Trust, National Association, as Collateral Agent		06/09/2023	Bank: DELAWARE
RECEIVING PARTY DATA			
Name:	Shutterfly, LLC		
Street Address:	2800 Bridge Parkway		
City:	Redwood City		
State/Country:	CALIFORNIA		
Postal Code:	94065		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 61			
Property Type	Number	Word Mark	
Registration Number:	3789381	CAPTURING MEMORIES TO LAST A LIFETIME	
Registration Number:	3964058	CILENTO PHOTOGRAPHY	
Registration Number:	4029282	CILENTO PHOTOGRAPHY	
Registration Number:	1871731	CREATING MEMORIES FOR A LIFETIME	
Registration Number:	4158297		
Registration Number:	2382368	FELLOWSHIP DIRECTORY PROGRAM	
Registration Number:	2737592	FLASH DIGITAL PORTRAITS	
Registration Number:	4522069	GRADSCAN	
Registration Number:	2592102	I-DEPOT	
Registration Number:	3228911	IMAGESTREAM	
Registration Number:	1686368	KIDDIE KANDIDS	
Registration Number:	4604072	LEGENDS START HERE.	
Registration Number:	2570744	LIFETOUCH	
Registration Number:	2572760	LIFETOUCH	
Registration Number:	5144594	LIFETOUCH	
Registration Number:	1631112	LIFETOUCH	
Registration Number:	1638363	LIFETOUCH	
Registration Number:	1672864	LIFETOUCH	

CH \$1540.00 3789381

Property Type	Number	Word Mark
Registration Number:	1647707	LIFETOUCH
Registration Number:	2627847	LIFETOUCH
Registration Number:	3272486	LIFETOUCH
Registration Number:	3937417	LIFETOUCH
Registration Number:	2563307	LIFETOUCH CHURCH DIRECTORIES AND PORTRAI
Registration Number:	3228912	LIFETOUCH IMAGESTREAM
Registration Number:	2813504	LIFETOUCH MEMORY MISSION
Registration Number:	2662023	LIFETOUCH NATIONAL SCHOOL STUDIOS
Registration Number:	1636888	LIFETOUCH PORTRAIT STUDIOS INC.
Registration Number:	2617557	LIFETOUCH PRESCHOOL
Registration Number:	4568480	LIFETOUCH X1
Registration Number:	4568481	LIFETOUCH X1 PORTRAIT TECHNOLOGY
Registration Number:	2590456	LIFETOUCH YEARBOOKS
Registration Number:	2514462	LIFETOUCH YEARBOOKS
Registration Number:	1323758	LIFETOUCH
Registration Number:	1323226	LIFETOUCH
Registration Number:	2813503	MEMORY MISSION
Registration Number:	1645199	NATIONAL SCHOOL STUDIOS
Registration Number:	1647101	NATIONAL SCHOOL STUDIOS
Registration Number:	2258503	NO TOUCH
Registration Number:	2078629	NO-TOUCH
Registration Number:	5098320	PARENTNOTIFY
Registration Number:	1648818	PARTNERS IN EDUCATION
Registration Number:	2506837	PHOTOGRAPHY FOR A LIFETIME
Registration Number:	5347439	PICTURECLIX
Registration Number:	5027254	PICTUREME PHOTOGRAPHY
Registration Number:	5027255	PICTUREME PHOTOGRAPHY
Registration Number:	2041189	PORTRAIT CREATIONS
Registration Number:	2159873	PORTRAIT CREATIONS
Registration Number:	2857577	PRESTIGE PORTRAITS
Registration Number:	2584648	PRESTIGE PORTRAITS BY LIFETOUCH
Registration Number:	4938979	PRINT TO PRESERVE
Registration Number:	4786465	SMILES SAFE
Registration Number:	2722335	SPORTSMATE
Registration Number:	2772252	STAR CLASS PICTURE
Registration Number:	2630669	THE STATE OF CREATE
Registration Number:	1860895	TROPHY CARD
Registration Number:	3234988	TRUSTED NATIONALLY REPRESENTED LOCALLY

Property Type	Number	Word Mark
Registration Number:	2468530	WE CARE ENOUGH TO CHECK
Registration Number:	4663611	WEBEASE
Registration Number:	4568479	X1
Registration Number:	1651741	NATIONAL SCHOOL STUDIOS
Registration Number:	2480407	FELLOWSHIP DIRECTORY

CORRESPONDENCE DATA

Fax Number: 2024083141

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: 2024083141

Email: jean.paterson@cscglobal.com

Correspondent Name: CSC

Address Line 1: 1090 Vermont Avenue, NW

Address Line 4: Washington, D.C. 20005

NAME OF SUBMITTER:	Jean Paterson
SIGNATURE:	/jep/
DATE SIGNED:	06/15/2023

Total Attachments: 7

- source=6-15-2023 Shutterfly LLC 0896-TM#page1.tif
- source=6-15-2023 Shutterfly LLC 0896-TM#page2.tif
- source=6-15-2023 Shutterfly LLC 0896-TM#page3.tif
- source=6-15-2023 Shutterfly LLC 0896-TM#page4.tif
- source=6-15-2023 Shutterfly LLC 0896-TM#page5.tif
- source=6-15-2023 Shutterfly LLC 0896-TM#page6.tif
- source=6-15-2023 Shutterfly LLC 0896-TM#page7.tif

EXECUTION VERSION

**NOTICE OF RELEASE OF
SECURITY INTEREST IN TRADEMARKS**

This NOTICE OF RELEASE OF SECURITY INTEREST IN TRADEMARKS (this “Release”), effective as of June 9, 2023, is made by WILMINGTON TRUST, NATIONAL ASSOCIATION, in its capacity as Collateral Agent (referred to herein as the “Collateral Agent”), in favor of Shutterfly, LLC, a Delaware limited liability company (the “Pledgor”) (as successor-in-interest to Shutterfly, Inc. and Lifetouch Inc.), pursuant to that certain Collateral Agreement (First Lien), dated as of September 25, 2019 (as amended, restated, supplemented or otherwise modified from time to time, the “Collateral Agreement”), among Shutterfly, Inc. (the “Borrower”), as successor by merger to Photo Holdings Merger Sub Inc., Photo Holdings, LLC (the “Company”), the Pledgor and each other subsidiary of the Company identified therein, the Collateral Agent, as collateral agent for the Secured Parties (as defined therein), and Barclays Bank PLC, as Applicable Authorized Representative (as defined therein).

W I T N E S S E T H:

WHEREAS, in connection with the Collateral Agreement, Shutterfly, Inc. (as predecessor-in-interest to the Pledgor) and Lifetouch Inc. (as predecessor-in-interest to the Pledgor) each executed and delivered a Notice of Grant of Security Interest in Trademarks (First Lien), dated as of September 25, 2019, in favor of the Collateral Agent (collectively, the “Trademark Security Agreements”);

WHEREAS, (i) Shutterfly, Inc. converted to an LLC and changed its name to Shutterfly, LLC on October 31, 2019, (ii) Lifetouch Inc. converted to an LLC and changed its name to Lifetouch, LLC on October 31, 2019 and (iii) Lifetouch, LLC merged with and into Shutterfly, LLC on December 31, 2019;

WHEREAS, pursuant to the Trademark Security Agreements, the Pledgor granted to the Collateral Agent for the benefit of the Secured Parties a security interest in all of Pledgor’s right, title and interest in or to any and all of the following assets and properties then owned or at any thereafter acquired by the Pledgor or in which Pledgor then had or at any time thereafter acquired any right, title or interest (collectively, but excluding any Excluded Property, the “Trademark Collateral”):

- (i) All Trademarks, including those listed on Schedule I attached hereto.

WHEREAS, the Trademark Security Agreements were recorded in the records of the United States Patent and Trademark Office (the “USPTO”) on September 27, 2019, at Reel/Frame No. 006756/0868 and Reel/Frame No. 006756/0896; and

WHEREAS, the Pledgor has requested that the Collateral Agent release its security interest in the Trademark Collateral and reassign any and all rights in the same to the Pledgor, and the Collateral Agent has duly authorized the execution, delivery and performance of this Release.

NOW THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, the Collateral Agent agrees, for the benefit of the Pledgor, as follows:

SECTION 1. Definitions. Unless otherwise defined herein or the context otherwise requires, terms used in this Release, including its preamble and recitals, have the meanings provided or provided by reference in the applicable Trademark Security Agreement.

SECTION 2. Release of Security Interest. The Collateral Agent does hereby release, terminate, relinquish and discharge its lien on and security interest in and to all of the Pledgor's right, title and interest in, to and under the Trademark Collateral and reassigns, grants and conveys to the Pledgor any and all right, title and interest that the Collateral Agent may have in, to and under the Trademark Collateral.

SECTION 3. Termination. The Collateral Agent, without any recourse, representation or warranty, hereby terminates and cancels the Trademark Security Agreements.

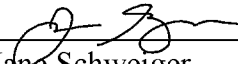
SECTION 4. Further Assurances. The Collateral Agent hereby authorizes the Pledgor or its authorized representative to (i) record this Release with the USPTO, (ii) file UCC financing statement amendments with the applicable filing office in order to memorialize the release of the security interest of the Collateral Agent in the Trademark Collateral and/or (iii) otherwise record or file this Release in the applicable governmental office or agency. The Collateral Agent further agrees to execute and deliver to the Pledgor any and all further documents and instruments, and do any and all further acts which the Pledgor (or their agents or designees) reasonably request (at the Pledgor's sole cost and expense) in order to confirm this Release and the Pledgor's right, title and interest in, to and under the Trademark Collateral.

SECTION 5. Choice of Law. This Release shall be governed by, and construed in accordance with, the laws of the State of New York without regard to conflicts of law principles other than Sections 5-1401 and 5-1402 of the General Obligations Law of the State of New York.

[Signatures Follow On Next Page.]

IN WITNESS WHEREOF, the Collateral Agent has caused this Release to be duly executed and delivered by its officer thereunto duly authorized as of the date set forth above.

**WILMINGTON TRUST, NATIONAL
ASSOCIATION,**
as Collateral Agent


By:  _____
Name: Jane Schweiger
Title: Vice President

[Signature Page – Notice of Release of Security Interest in Trademarks in Favor of Shutterfly, LLC]






**TRADEMARK
REEL: 008100 FRAME: 0873**


SCHEDULE I

U.S. Trademark Applications and Registrations

Mark Name	Serial No.	Filing Date	Registration No.	Registration Date
ANYTHING FLYS	88520310	17-JUL-2019	-	-
BOOKWORTHY	85811547	27-DEC-2012	4441422	26-NOV-2013
BORROWLENSES	86103749	28-OCT-2013	4567088	15-JUL-2014
BORROWLENSES.COM	85186814	30-NOV-2010	3989645	05-JUL-2011
CARDWORTHY	85723889	07-SEP-2012	4463721	07-JAN-2014
CUSTOM PATH	85648993	11-JUN-2012	4330824	07-MAY-2013
GROOVEBOOK	86194653	14-FEB-2014	4829740	13-OCT-2015
KEEPSHOT	85755342	16-OCT-2012	4467575	14-JAN-2014
MAKE MY ALBUM	87732308	22-DEC-2017	5572199	25-SEP-2018
MAKE MY BOOK	87113607	22-JUL-2016	5164879	21-MAR-2017
MAKE ONE LIKE THIS	77406577	26-FEB-2008	3601233	07-APR-2009
MY PUBLISHER 	77853103	20-OCT-2009	3990717	05-JUL-2011
MYPUBLISHER	76311635	12-SEP-2001	2658767	10-DEC-2002
MYPUBLISHER	76381710	13-MAR-2002	2674783	14-JAN-2003
MYPUBLISHER	78400308	12-APR-2004	2986529	16-AUG-2005
PERFECTLY PERSONAL	86305878	10-JUN-2014	4740761	19-MAY-2015
PHOTOCCINO	85658926	22-JUN-2012	4288825	12-FEB-2013
PHOTOWORKS	74553623	22-JUL-1994	2018625	26-NOV-1996
PHOTOWORKS	76003344	17-MAR-2000	2696201	11-MAR-2003
SEND SOMETHING SPECTACULAR	86318701	24-JUN-2014	4721652	14-APR-2015
SHUTTERFLY 	76195905	18-JAN-2001	2604030	06-AUG-2002
SHUTTERFLY 	85557433	01-MAR-2012	4315856	09-APR-2013
SHUTTERFLY	75772855	10-AUG-1999	2520840	18-DEC-2001
SHUTTERFLY	77124316	07-MAR-2007	3397397	18-MAR-2008
SHUTTERFLY	86335084	11-JUL-2014	4729266	28-APR-2015
SHUTTERFLY EXPRESS	76526682	16-JUN-2003	2864567	20-JUL-2004
SIMPLE PATH	85648998	11-JUN-2012	4312112	02-APR-2013
SMALL TALK. BIG DAY.	86530509	10-FEB-2015	4952609	03-MAY-2016
SMART AUTOFILL	85211395	05-JAN-2011	4246550	20-NOV-2012
STORYBOARD	85460947	31-OCT-2011	4274218	15-JAN-2013
TELL YOUR STORY	78597254	29-MAR-2005	3164706	31-OCT-2006
THE WEDDING SHOP	87870620	10-APR-2018	5557557	04-SEP-2018
TINY PRINTS	77283346	19-SEP-2007	3629373	02-JUN-2009

Mark Name	Serial No.	Filing Date	Registration No.	Registration Date
TP 	86625920	11-MAY-2015	4915300	08-MAR-2016
TREAT	85465075	04-NOV-2011	4459573	31-DEC-2013
VIVIDPICS	75943279	13-MAR-2000	2541483	19-FEB-2002
CAPTURING MEMORIES TO LAST A LIFETIME	77699926	26-MAR-2009	3789381	18-MAY-2010
CILENTO PHOTOGRAPHY	77797616	05-AUG-2009	3964058	24-MAY-2011
CILENTO PHOTOGRAPHY	77797609	05-AUG-2009	4029282	20-SEP-2011
CREATING MEMORIES FOR A LIFETIME	74479228	12-JAN-1994	1871731	03-JAN-1995
<i>Design Only</i> 	85027571	30-APR-2010	4158297	12-JUN-2012
FELLOWSHIP DIRECTORY PROGRAM	75597870	02-DEC-1998	2382368	05-SEP-2000
FLASH DIGITAL PORTRAITS	76133167	21-SEP-2000	2737592	15-JUL-2003
GRADSCAN	86120286	15-NOV-2013	4522069	29-APR-2014
I-DEPOT	75719721	02-JUN-1999	2592102	09-JUL-2002
IMAGESTREAM	78977930	07-JUN-2005	3228911	10-APR-2007
KIDDIE KANDIDS	74122226	10-DEC-1990	1686368	12-MAY-1992
LEGENDS START HERE.	85930547	13-MAY-2013	4604072	16-SEP-2014
LIFETOUCH	75939434	09-MAR-2000	2570744	21-MAY-2002
LIFETOUCH	75939438	09-MAR-2000	2572760	28-MAY-2002
				
LIFETOUCH	86877103	15-JAN-2016	5144594	21-FEB-2017
LIFETOUCH	74041808	23-MAR-1990	1631112	08-JAN-1991
LIFETOUCH	74041810	23-MAR-1990	1638363	19-MAR-1991
LIFETOUCH	74041817	23-MAR-1990	1672864	21-JAN-1992
LIFETOUCH	74042305	23-MAR-1990	1647707	11-JUN-1991
LIFETOUCH	76262170	23-MAY-2001	2627847	01-OCT-2002
				
LIFETOUCH	78978131	04-APR-2006	3272486	31-JUL-2007
LIFETOUCH	85090721	22-JUL-2010	3937417	29-MAR-2011
LIFETOUCH CHURCH DIRECTORIES AND PORTRAITS	76128226	14-SEP-2000	2563307	23-APR-2002
LIFETOUCH IMAGESTREAM	78977931	07-JUN-2005	3228912	10-APR-2007
LIFETOUCH MEMORY MISSION	76255019	10-MAY-2001	2813504	10-FEB-2004
LIFETOUCH NATIONAL	76258682	17-MAY-2001	2662023	17-DEC-2002

Mark Name	Serial No.	Filing Date	Registration No.	Registration Date
SCHOOL STUDIOS				
LIFETOUCH PORTRAIT STUDIOS INC.	74041807	23-MAR-1990	1636888	05-MAR-1991
LIFETOUCH PRESCHOOL	76258569	17-MAY-2001	2617557	10-SEP-2002
LIFETOUCH X1	77980650	27-AUG-2009	4568480	15-JUL-2014
LIFETOUCH X1 PORTRAIT TECHNOLOGY	77980651	27-AUG-2009	4568481	15-JUL-2014
LIFETOUCH YEARBOOKS	76019812	06-APR-2000	2590456	09-JUL-2002
LIFETOUCH YEARBOOKS	76019813	06-APR-2000	2514462	04-DEC-2001
LIFETOUCH 	73484961	13-JUN-1984	1323758	05-MAR-1985
LIFETOUCH 	73484964	13-JUN-1984	1323226	05-MAR-1985
MEMORY MISSION	76255018	10-MAY-2001	2813503	10-FEB-2004
NATIONAL SCHOOL STUDIOS	74041812	23-MAR-1990	1645199	21-MAY-1991
NATIONAL SCHOOL STUDIOS	74041816	23-MAR-1990	1647101	04-JUN-1991
NO TOUCH 	75291997	14-MAY-1997	2258503	06-JUL-1999
NO-TOUCH	75036832	21-DEC-1995	2078629	15-JUL-1997
PARENTNOTIFY 	86718448	07-AUG-2015	5098320	13-DEC-2016
PARTNERS IN EDUCATION	74052308	10-APR-1990	1648818	25-JUN-1991
PHOTOGRAPHY FOR A LIFETIME	76198064	23-JAN-2001	2506837	13-NOV-2001
PICTURECLIX	87168305	12-SEP-2016	5347439	28-NOV-2017
PICTUREME PHOTOGRAPHY	86932712	08-MAR-2016	5027254	23-AUG-2016
PICTUREME PHOTOGRAPHY 	86932715	08-MAR-2016	5027255	23-AUG-2016
PORTRAIT CREATIONS	74650641	23-MAR-1995	2041189	25-FEB-1997
PORTRAIT CREATIONS	75073964	18-MAR-1996	2159873	26-MAY-1998
PRESTIGE PORTRAITS	76521829	11-JUN-2003	2857577	29-JUN-2004
PRESTIGE PORTRAITS BY LIFETOUCH	76125961	11-SEP-2000	2584648	25-JUN-2002
PRINT TO PRESERVE	85568263	13-MAR-2012	4938979	19-APR-2016
SMILESAFE	86075373	26-SEP-2013	4786465	04-AUG-2015
SPORTSMATE	76299049	13-AUG-2001	2722335	03-JUN-2003
STAR CLASS PICTURE	76295855	06-AUG-2001	2772252	07-OCT-2003

Mark Name	Serial No.	Filing Date	Registration No.	Registration Date
THE STATE OF CREATE	76223222	12-MAR-2001	2630669	08-OCT-2002
TROPHY CARD	74401100	10-JUN-1993	1860895	01-NOV-1994
TRUSTED NATIONALLY REPRESENTED LOCALLY	78657534	24-JUN-2005	3234988	24-APR-2007
WE CARE ENOUGH TO CHECK	75916197	11-FEB-2000	2468530	10-JUL-2001
WEBEASE	86289057	22-MAY-2014	4663611	30-DEC-2014
X1 	77980649	27-AUG-2009	4568479	15-JUL-2014
NATIONAL SCHOOL STUDIOS	74042306	23-MAR-1990	1651741	23-JUL-1991
FELLOWSHIP DIRECTORY	75598170	02-DEC-1998	2480407	21-AUG-2001