

06-19-2002



To The Honorable Commissioner of

102127137

e attached original document or copy thereof.

1. Name of conveying party(ies):

QVC, INC.

(Delaware Corporation)

2. Name and address of receiving party(ies)

Name: QDirect Ventures, Inc.

Internal Address:

Street Address: 1200 Wilson Drive

City: West Chester State: PA Zip: 19380

☐ Individual(s)☐ Association☐ General Partnership☐ Limited Partnership☒ Corporation-State☐ OtherAdditional names(s) of conveying party(ies) attached? ☐ Yes ☐ No

3. Nature of conveyance:

☒ Assignment☐ Merger☐ Security Agreement☐ Change of Name☐ Other☐ Individual(s) citizenship☐ Association☐ General Partnership☐ Limited Partnership☒ Corporation State Delaware☐ OtherIf assignee is not domiciled in the United States, a domestic representative designation is attached ☐ Yes ☐ No

(Designations must be a separate document from assignment)

Additional name(s) & address(es) attached? ☐ Yes ☐ No

Execution Date: May 9, 2002

4. Application number(s) or registration number(s):

A) Trademark Application No.(s)

B) Trademark Registration No.(s)

2,499,068

Additional numbers attached? ☐ Yes ☐ No

5. Name and address of party to whom correspondence concerning documents should be mailed:

6. Total number of applications and registrations involved..... 1

7. Total fee (37 CFR 3.41)..... \$ 40

☒ Authorized to Charge to Deposit Account No. 03-0075 (duplicate attached)CAESAR, RIVISE, BERNSTEIN,
COHEN & POKOTILOW, LTD.Attn: Manny D. Pokotilow, Esq.
12th Floor - 7 Penn Center
1635 Market Street; Phila, PA 19103-2212

DO NOT USE THIS SPACE

8. To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Manny D. Pokotilow

Name of Person Signing

06/18/2002 DBYRNE 00000038 030075 2499068

01 FC:481

40.00 CH

Total number of pages including cover sheet/attachments and document: 4

Signature

May 21 2002

Date

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents and Trademarks; Box Assignments; Washington DC 20231

TRADEMARK

REEL: 002527 FRAME: 0969

ASSIGNMENT

WHEREAS, **QVC, INC.**, a Delaware corporation having a place of business at 1200 Wilson Drive, West Chester, Pennsylvania 19380 (hereinafter "ASSIGNOR"), has adopted and has used the service mark QDIRECT and is the proprietor of Certificate of Registration No. 2,499,068 for said design, registered on October 16, 2001 (the "MARK").

WHEREAS, for good and valuable consideration ASSIGNOR assigned and transferred to QDirect Ventures, Inc., a corporation organized under the laws of the State of Delaware and having a place of business at 1200 Wilson Drive, West Chester, Pennsylvania 19380, (hereinafter "ASSIGNEE") all of the right, title and interest of said ASSIGNOR in and to the MARK and any and all goodwill of the business associated with and symbolized by the MARK, and any other rights associated therewith; and

WHEREAS, it is the desire of ASSIGNOR and ASSIGNEE to record the assignment of said mark and the transfer to ASSIGNEE of the MARK.

NOW THEREFORE, IN CONSIDERATION of the sum of \$1.00 and other good and valuable consideration paid by ASSIGNEE to ASSIGNOR, the receipt of which is hereby acknowledged by ASSIGNOR, and in further consideration of the fact that it is the desire of ASSIGNOR to be legally bound hereby, said ASSIGNOR does hereby sell, assign and transfer unto ASSIGNEE the MARK, Certificate of Registration No. 2,499,068 and any and all goodwill of the business associated with and symbolized by the MARK, and any other rights associated therewith.

Included in this assignment are any and all rights which ASSIGNOR has against persons who have infringed upon the MARK and Certificate of Registration No. 2,499,068. These rights include the right to sue and recover for all damages and profits, if any, arising out of past infringement of the MARK and Certificate of Registration No. 2,499,068.

IN WITNESS WHEREOF, QVC, INC., has caused this Assignment to be signed by its Senior Vice President (title), Neal S. Grabell (name), thereunto duly authorized, and has caused its corporate seal to be hereunto affixed and duly attested this 9th day of May, 2002.

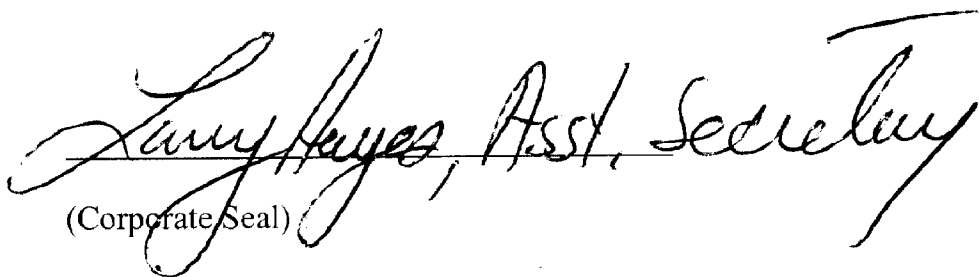
QVC, INC.

By: 

Name: Neal S. Grabell

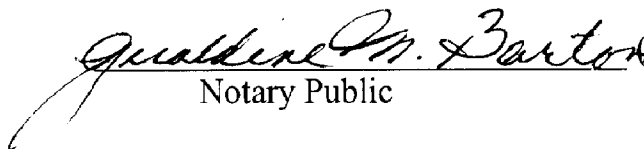
Title: Senior Vice President

ATTEST:


(Corporate Seal)

Commonwealth of Pennsylvania :
: SS
County of Chester :

On this 9th day of May, 2002, before me personally
appeared Neal S. Grabell, to me known, who after being duly sworn, did depose
and say that at the time of the Assignment he is the Senior Vice President of
QVC, INC., a Delaware corporation, the corporation described herein, and which executed the
above instrument; that he knows the seal of said corporation; that the seal affixed to said
instrument is such corporate seal; that it was so affixed by order of the Board of Directors of
QVC, INC., and that he signed his name thereto by like order.

 (SEAL)
Notary Public

MY COMMISSION EXPIRES:

Notarial Seal
Geraldine M. Barton, Notary Public
West Goshen Twp., Chester County
My Commission Expires July 23, 2005
Member, Pennsylvania Association of Notaries

53631