

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
IAC/InterActiveCorp		06/27/2006	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Giftco, Inc		
<b>Street Address:</b>	8833 Sunset Boulevard		
<b>Internal Address:</b>	3rd Floor		
<b>City:</b>	West Hollywood		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	90069		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	2521764	GIFTS.COM	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(202)220-4201		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	202.220.4200		
<b>Email:</b>	tmdocketdc@kenyon.com		
<b>Correspondent Name:</b>	William M. Merone - Kenyon & Kenyon LLP		
<b>Address Line 1:</b>	1500 K Street, NW		
<b>Address Line 2:</b>	Suite 700		
<b>Address Line 4:</b>	Washington, DISTRICT OF COLUMBIA 20005-1257		
<b>ATTORNEY DOCKET NUMBER:</b>	13805-1		
<b>NAME OF SUBMITTER:</b>	William M. Merone		
<b>Signature:</b>	/william m. merone/		

CH \$40.00 2521764

Date:

06/30/2006

**Total Attachments: 2**

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## ASSIGNMENT

This Assignment is made on this 27th day of June, 2006, by IAC/InterActiveCorp, a Delaware corporation, having a place of business at 152 W. 57<sup>th</sup> Street, New York, NY 10019 (hereinafter "Assignor"), in favor of Giftco, Inc., a Delaware corporation, having a place of business at 8833 Sunset Boulevard, 3<sup>rd</sup> Floor, West Hollywood, CA 90069 (hereinafter "Assignee").

WHEREAS, Assignor owns all right, title, and interest in and to the mark GIFTS.COM, the GIFTS.COM Logo (reproduced below), and U.S. Trademark Reg. No. 2,521,764 for the mark "GIFTS.COM & Design" (collectively, the "Subject Trademarks and Service Marks"), as well as all applications, registrations, and common law rights relating thereto, together with the goodwill of the portion of any business associated with the use of and/or symbolized by the Subject Trademarks and Service Marks; and



WHEREAS, Assignee wishes to acquire from the Assignor all right, title and interest in and to the Subject Trademarks and Service Marks, including all applications, registrations, and common law rights relating thereto, together with the goodwill of the portion of any business associated with the use of and/or symbolized by the Subject Trademarks and Service Marks, and all other rights pertaining to ownership of the Subject Trademarks and Service Marks, including the right to recover for past infringement thereof.

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, Assignor hereby sells, assigns, and transfers to Assignee its

entire right, title, interest in and to the Subject Trademarks and Service Marks, including all applications, registrations, and common law rights relating thereto, together with the goodwill of the portion of any business associated with the use of and/or symbolized by the Subject Trademarks and Service Marks, as well as all other rights pertaining to ownership of the Subject Trademarks and Service Marks, including the right to recover for past infringement thereof, those rights to be held and enjoyed by Assignee, its successors, and/or its assigns.

The undersigned individual represents and warrants that he has the full authority to act on behalf of and bind the Assignor.


Signed this 27th day of June, 2006.

**IAC/InterActiveCorp**

By: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

  
EDWARD T. FERGUSON  
VP & ASSOCIATE GENERAL COUNSEL