

10-07-2002



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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

10-702

102242116

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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Florists' Transworld Delivery, Inc.

- Individual(s)
- General Partnership
- Corporation-State
- Other
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other First Amendment to Trademark Collateral Agr
- Merger
- Change of Name

Execution Date: September 27, 2002

2. Name and address of receiving party(ies)

Name: Harris Trust and Savings Bank, as Agent

Internal Address: _____

Street Address: 111 West Monroe Street

City: Chicago State: IL ZIP: 60603

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State Illinois banking
- Other _____

If 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

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

A. Trademark Application No.(s)

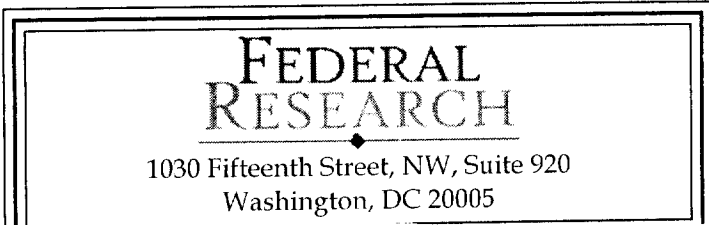
See Exhibit A attached hereto

B. Trademark Registration No.(s)

See Exhibit A attached hereto

Additional numbers attached? Yes No

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



6. Total number of applications and registrations involved: _____

33

7. Total fee (37 CFR 3.41).....\$ 840⁰⁰

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: _____

(Attach duplicate copy of this page if paying by deposit account)

10/08/2002 6TON11 00000051 76331033

01 FC:481 40.00 DP
02 FC:482 800.00 DP

DO NOT USE THIS SPACE

9. Statement and signature.

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.

Gregory T. Pealer

Name of Person Signing

[Signature]
Signature

October 2, 2002

Date

Total number of pages including cover sheet, attachments, and document: 15

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

1337102

TRADEMARK
REEL: 002593 FRAME: 0585

Florists' Transworld Delivery, Inc.

Additions to Schedule A-1 to Trademark Collateral

Agreement Dated September 27, 2001

Trademark Report (USA)
Status: ACTIVE

Page 1

REFERENCE#	MARK	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
UNITED STATES							
9990644	BASKET OF CHEER	10/30/2001	76/331,033			PENDING	31
	BEARY HAPPY VALENTINE	8/15/2002	76/441,591			PENDING	31
9970020	BUZZ	2/25/2000	75/928,058			ALLOWED	35
9970013	BUZZ	4/11/2001	76/238,853			PENDING	35,36,38 39
9970021	BUZZ DESIGN	5/8/2000	76/043,823			ALLOWED	35
9970012	BUZZ DESIGN	6/14/2001	76/270,709			ALLOWED	35,36,38 39
9990648	CANDY CANE LANE	1/22/2002	76/360,979			PENDING	31
9990659	ESPECIALLY FOR DAD	4/1/2002	76/389,149			PENDING	31
9970022	FLOWER STAR	8/15/2001	76/299,108			ALLOWED	35
	FLOWERS ALL HOURS	6/21/2002	76/423,694			PENDING	35
9990657	FOR ALL YOU DO	4/1/2002	76/389,147			PENDING	31
9990685	FTD COLLECTIONS	6/4/2002	76/416,794			PENDING	4
	FTD FLOWERS ALL HOURS & Design	6/21/2002	76/423,692			REGISTERED	35
9990635	FTD FLY TACKLE DEALER	12/17/1997	75/406,456	8/3/1999	2,266,466	REGISTERED	16
	FTD INTERNETLINK	6/21/2002	76/423,693			PENDING	38
	THE FTD MY ONE AND ONLY BOUQUET	8/13/2002	76/441,204			PENDING	31
	THE FTD BELOVED BOUQUET	8/13/2002	76/441,203			PENDING	31
	THE FTD CARNIVAL BOUQUET	8/13/2002	76/441,202			PENDING	31
9990633	FTDCOLLECTIONS	9/14/2001	76/312,716			PENDING	2,3,16 21,25,26 27,29,30
9990638	FTDCOLLECTIONS & DESIGN	9/19/2001	76/314,463			PENDING	2,3,16 21,25,26 27,29,30
9990655	FTDI	3/15/2002	76/384,843			PENDING	16,35,36 38,39,42
9990636	FTDI.COM & DESIGN	8/15/2001	76/299,109			PENDING	35,36
9990655	FTDIMAIL	3/15/2002	76/443,002	8/22/2002		PENDING	38
9990634	IFTD SHOW	11/21/1997	75/394,137	9/7/1999	2,275,503	REGISTERED	35
9990660	LASTING ROMANCE	4/1/2002	76/389,172			PENDING	31
9990646	MERCURY MAN EMBLEM	11/16/2001	76/338,520			PENDING	2,3,16 21,25,26 27,29,30

RENCE#	MARK	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
9990686	MERCURY MAN EMBLEM	6/25/2002	76/425,333			PENDING	2,3,4 16,21,25 26,27,29 30
	MERCURY MAN EMBLEM	7/16/2002	76/434,870			PENDING	35
	MERCURY MAN EMBLEM	6/25/2002	76/425,333			PENDING	2,3,4,16 21,25,26, 27, 29, 30
9990654	NATIONAL FLORA	3/6/2002	76/378,043			PENDING	35,38
9990658	SWEETHEARTS	4/1/2002	76/389,148			PENDING	31
9970009	WE SEND FLOWERS WORLDWIDE	11/15/2000	76/165,662	12/25/2001	2,523,717	REGISTERED	35
9990649	YOUR DAY	1/22/2002	76/360,977			PENDING	31

FIRST AMENDMENT TO TRADEMARK COLLATERAL AGREEMENT

This First Amendment to Trademark Collateral Agreement dated September 27, 2002 (this "*Amendment*") between HARRIS TRUST AND SAVINGS BANK (the "*Assignee*") and FLORISTS' TRANSWORLD DELIVERY, INC., a Michigan corporation (the "*Assignor*");

WITNESSETH

WHEREAS, the Assignor and the Assignee, as agent on behalf of the lenders party thereto, have heretofore entered into a Security Agreement dated as of September 27, 2001 (the "*Original Security Agreement*");

WHEREAS, the Assignor and the Assignee have heretofore entered into a Trademark Collateral Agreement dated as of September 27, 2001 (the "*Trademark Agreement*") to secure the Assignor's obligations to the Assignee and the lenders under the Original Security Agreement;

WHEREAS, the Assignor and the Assignee have entered into an Amended and Restated Security Agreement dated as of the date hereof;

WHEREAS, the parties hereto desire to amend the Trademark Agreement as set forth herein;

NOW THEREFORE, in consideration of the premises, the parties hereto hereby agree as follows:

1. The term "*Security Agreement*" as defined in the first paragraph of the Trademark Agreement shall refer to the Amended and Restated Security Agreement dated as of the date hereof, between the Assignor and the Assignee, as administrative agent, as the same may be amended, modified, supplemented and/or restated from to time.
2. Schedule A-1 of the Trademark Agreement shall be deleted and replaced with Schedule A-1 attached hereto.
3. Schedule A-2 of the Trademark Agreement shall be deleted and replaced with Schedule A-2 attached hereto.

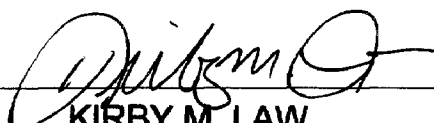
Except as specifically amended herein, the Trademark Agreement shall continue in full force and effect in accordance with its terms. Reference to this specific amendment need not be made in any note, document, agreement, letter, certificate, the Trademark Agreement itself, or any communication issued or made subsequent to or with respect to the Trademark Agreement, it being hereby agreed that any reference to the Trademark Agreement shall be sufficient to refer to the Trademark Agreement as hereby amended. In case any one or more of the provisions contained herein should be invalid, illegal or unenforceable in any respect, the validity, legality and enforceability of the remaining provisions contained herein shall not in any way be affected

or impaired hereby. All capitalized terms used herein without definition shall have the same meanings herein as they have in the Trademark Agreement. This instrument shall be construed and governed by and in accordance with the internal laws of the State of Illinois.

This Amendment may be simultaneously executed in several counterparts, each of which shall be an original and all of which shall constitute but one and the same instrument.

Dated as of the date first above written.

HARRIS TRUST AND SAVINGS BANK, as Agent

By 
Its KIRBY M. LAW
VICE PRESIDENT

FLORISTS' TRANSWORLD DELIVERY, INC.

By _____
Its _____

or impaired hereby. All capitalized terms used herein without definition shall have the same meanings herein as they have in the Trademark Agreement. This instrument shall be construed and governed by and in accordance with the internal laws of the State of Illinois.

This Amendment may be simultaneously executed in several counterparts, each of which shall be an original and all of which shall constitute but one and the same instrument.

Dated as of the date first above written.

HARRIS TRUST AND SAVINGS BANK, as Agent

By _____
Its _____

FLORISTS' TRANSWORLD DELIVERY, INC.

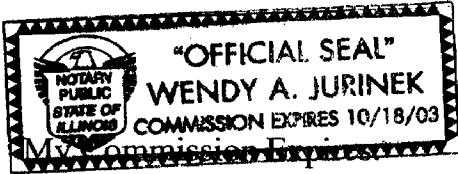
By Carrie A. Walz
Its CFO, Treasurer

STATE OF Illinois)
) SS
COUNTY OF Cook)

I, Wendy A. Jurinek, a Notary Public in and for said County, in the State aforesaid, do hereby certify that Kirby M. Law, Vice President of Harris Trust and Savings Bank, an Illinois banking corporation, who is personally known to me to be the same person whose name is subscribed to the foregoing instrument as such Kirby M. Law, appeared before me this day in person and acknowledged that he signed and delivered the said instrument as his own free and voluntary act and as the free and voluntary act and deed of said corporation for the uses and purposes therein set forth.

Given under my hand and notarial seal, this 27th day of September, 2002.

(NOTARIAL SEAL)



Wendy Jurinek
Notary Public

Wendy A. Jurinek
(Type or Print Name)

October 18, 2003

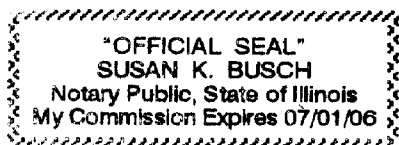
STATE OF ILLINOIS)
) SS
COUNTY OF DUPAGE)

SUSAN K.

I, BUSCH, a Notary Public in and for said County, in the State aforesaid, do hereby certify that Carrie A. Wolfe, Chief Financial Officer of Florists' Transworld Delivery, Inc., a Michigan corporation, who is personally known to me to be the same person whose name is subscribed to the foregoing instrument as such Carrie A. Wolfe, appeared before me this day in person and acknowledged that (s)he signed and delivered the said instrument as her/his own free and voluntary act and as the free and voluntary act and deed of said corporation for the uses and purposes therein set forth.

Given under my hand and notarial seal, this 25th day of SEPTEMBER, 2002.

(NOTARIAL SEAL)



Susan K. Busch
Notary Public

My Commission Expires: 7-01-06

SUSAN K. BUSCH
(Type or Print Name)

SCHEDULE A-1
TO TRADEMARK COLLATERAL AGREEMENT
REGISTERED TRADEMARKS AND TRADEMARK APPLICATIONS

Florists' Transworld Delivery, Inc.

Trademark Report (USA)
 Status: ACTIVE

Page 1

REFERENCE#	MARK	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
UNITED STATES							
9990151	1-800-FTD-BLOOM	6/26/1995	74/694,187	1/14/1997	2,031,141	REGISTERED	38
9990284	1-800-SEND-FTD	8/27/1993	74/429,231	8/9/1994	1,848,732	REGISTERED	38
9970004	1.877.SENDVNS	8/24/1999	75/782,712			PENDING	36,38,39
9990619	1800FTDFLOWERS.COM	8/11/2000	76/108,927			PENDING	39
9990346	A CUP OF TEA MAKES EVERYTHING BRIGHTER	10/22/1996	75/185,772	6/23/1998	2,168,430	REGISTERED	31
9990421	A WONDERFUL WAY TO MAKE IT A FRIENDLY DAY	6/6/1997	75/304,938	12/29/1998	2,215,404	REGISTERED	35
9990223	AUTUMN HARVEST	10/18/1995	75/007,524	12/3/1996	2,020,580	REGISTERED	31
9990623	AUTUMN SPLENDOR	10/20/2000	76/151,041	4/9/2002	2,560,342	REGISTERED	31
9970002	BASIC IS BETTER	9/7/1999	75/793,290	7/3/2001	2,465,100	REGISTERED	36,38,39
9990644	BASKET OF CHEER	10/30/2001	76/331,033			PENDING	31
9990417	BE A HERO	8/3/1999	75/767,038	5/22/2001	2,454,005	REGISTERED	35
9990343	BEAR ESSENTIALS	9/16/1996	75/166,539	10/13/1998	2,196,333	REGISTERED	31
9990598	BEARY HAPPY VALENTINE	7/7/1995	74/698,500	8/13/1996	1,993,078	REGISTERED	31
	BEARY HAPPY VALENTINE	8/15/2002	76/441,591			PENDING	31
9990625	BEST BOSS	10/20/2000	76/151,040	5/7/2002	2,568,404	REGISTERED	31
9990119	BEST SECRETARY	6/26/1995	74/694,180	7/23/1996	1,988,399	REGISTERED	31
9990254	BIG HUG	11/19/1991	74/223,214	9/1/1992	1,712,040	REGISTERED	31
9990310	BIG HUG	12/15/1978	73/197,039	2/24/1981	1,147,784	REGISTERED	31
9990627	BIRTHDAY ELEGANCE	11/3/2000	76/160,292			ALLOWED	31
9990313	BIRTHDAY PARTY	9/8/1975	62,460	5/25/1976	1,040,212	REGISTERED	31
9990116	BOO-QUET	1/15/1991	74/130,512	2/23/1993	1,754,588	REGISTERED	31
9990336	BUNDLE OF JOY	4/3/1991	74/153,616	10/20/1992	1,726,726	REGISTERED	31
9990418	BUNDLES OF JOY	4/30/1997	75/283,818	5/4/1999	2,242,418	REGISTERED	28
9970020	BUZZ	2/25/2000	75/928,058			ALLOWED	35
9970013	BUZZ	4/11/2001	76/238,853			PENDING	35,36,38 39
9970021	BUZZ DESIGN	5/8/2000	76/043,823			ALLOWED	35
9970012	BUZZ DESIGN	6/14/2001	76/270,709			ALLOWED	35,36,38 39

REFERENCE#	MARK	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
UNITED STATES continued . . .							
9990648	CANDY CANE LANE	1/22/2002	76/360,979			PENDING	31
9990487	CASH FLO & DESIGN	3/21/2000	76/006,211	8/14/2001	2,478,657	REGISTERED	36
9990064	CHERISHED EXPRESSIONS	7/21/1995	74/708,653	4/29/1997	2,058,210	REGISTERED	31
9990100	CHICKEN SOUP	10/3/1989	73/829,160	6/12/1990	1,601,243	REGISTERED	31
9990500	CHRISTMAS TRADITIONS	12/14/2000	76/180,705			PENDING	31
9990496	DIRECTORY SERVICES FTD & DESIGN	3/21/2000	76/006,214	1/29/2002	2,534,819	REGISTERED	16,42
9990471	DOLLARS & SCENTS	6/30/1998	75/511,222	5/9/2000	2,349,091	REGISTERED	36
9990659	ESPECIALLY FOR DAD	4/1/2002	76/389,149			PENDING	31
9990206	ESPECIALLY FOR YOU!	3/23/1988	73/718,361	10/4/1988	1,507,234	REGISTERED	21
9990321	ESPECIALLY FOR YOU!	6/28/1996	75/126,966	6/23/1998	2,168,194	REGISTERED	31
9990312	FLORIST	7/21/1986	73/610,664	4/26/1988	1,486,082	REGISTERED	16
9990210	FLORISTS' TRANSWORLD DELIVERY	2/18/1988	73/711,904	2/7/1989	1,523,748	REGISTERED	35,a,42
9970022	FLOWER STAR	8/15/2001	76/299,108			ALLOWED	35
9990193	FLOWERS AFTER HOURS	7/27/1990	74/082,434	6/9/1992	1,693,488	REGISTERED	35
	FLOWERS ALL HOURS	6/21/2002	76/423,694			PENDING	35
9990523	FOL	1/26/2001	76/200,104			PENDING	42
9990657	FOR ALL YOU DO	4/1/2002	76/389,147			PENDING	31
9990422	FRIENDS 'N SUCH	6/6/1997	75/304,939	5/4/1999	2,243,531	REGISTERED	31
9990489	FTD	9/7/1999	75/793,297	9/12/2000	2,385,454	REGISTERED	35
9990073	FTD	5/1/1989	73/796,730	1/9/1990	1,576,429	REGISTERED	21,22,25 38,42
9990207	FTD	2/4/1966	238,070	2/20/1968	844,748	REGISTERED	35
9990327	FTD	12/19/1977	73/146,031	12/12/1978	1,108,614	REGISTERED	16
9990685	FTD COLLECTIONS	6/4/2002	76/416,794			PENDING	4
9990545	FTD CONNECTIONS	5/2/2001	76/249,947			ALLOWED	42
9990546	FTD EXCLUSIVES COLLECTION	5/2/2001	76/249,689	12/11/2001	2,517,377	REGISTERED	35
9990099	FTD EXPRESSIONS COLLECTION	6/26/1995	74/694,193	2/4/1997	2,036,191	REGISTERED	35
9990069	FTD FAMILY	1/7/2000	75/892,685	4/10/2001	2,442,418	REGISTERED	16
9990209	FTD FAMILY	1/29/1988	73/708,270	9/13/1988	1,503,884	REGISTERED	16
9990498	FTD FLORIST'S BULLETIN BOARD	12/29/2000	76/188,280	6/18/2002	2,581,506	REGISTERED	35
9990445	FTD FLOWERS AFTER HOURS & DESIGN	3/21/2000	76/006,207	5/1/2001	2,447,791	REGISTERED	35
	FTD FLOWERS ALL HOURS & Design	6/21/2002	76/423,692			REGISTERED	35
9990635	FTD FLY TACKLE DEALER	12/17/1997	75/406,456	8/3/1999	2,266,466	REGISTERED	16
9990480	FTD FRESHFLOWERS & DESIGN	3/21/2000	76/006,215	8/14/2001	2,478,658	REGISTERED	35
9990072	FTD FRIENDSHIP BOUQUET	6/26/1995	74/694,188	5/13/1997	2,062,053	REGISTERED	31

REFERENCE#	MARK	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
UNITED STATES continued . . .							
9990632	FTD IN BLOOM	5/8/2000	76/043,091	4/23/2002	2,564,436	REGISTERED	16
9990353	FTD INTERNET	10/22/1996	75/185,738	1/19/1999	2,219,418	REGISTERED	42
	FTD INTERNETLINK	6/21/2002	76/423,693			PENDING	38
9990579	FTD LOGO	8/15/2000	76/109,308			ALLOWED	16,35,36 38,39,42
9990253	FTD MARKETPLACE	5/17/1991	74/167,562	3/17/1992	1,679,759	REGISTERED	42
9990497	FTD MEMBER SERVICES & DESIGN	12/29/2000	76/188,279			PENDING	35
9990475	FTD MERCURY TECHNOLOGY & DESIGN	3/21/2000	76/006,210			PENDING	9,35,36 38,42
	THE FTD MY ONE AND ONLY BOUQUET	8/13/2002	76/441,204			PENDING	31
	THE FTD BELOVED BOUQUET	8/13/2002	76/441,203			PENDING	31
	THE FTD CARNIVAL BOUQUET	8/13/2002	76/441,202			PENDING	31
9990355	FTD ONLINE	10/22/1996	75/185,741	5/25/1999	2,248,021	REGISTERED	35
9990205	FTD ROMANCE BOUQUET	9/26/1995	74/736,442	7/15/1997	2,080,013	REGISTERED	31
9990318	FTD SUNBURST	5/3/1996	75/098,294	6/30/1998	2,170,061	REGISTERED	31
9990420	FTD.COM	10/12/1999	75/820,658	11/14/2000	2,403,957	REGISTERED	36,38,39
9990527	FTD.COM GIFTSELECT	2/2/2001	76/203,999			ALLOWED	35
9990431	FTD.COM LOGO	10/20/1999	75/827,340	5/8/2001	2,450,168	REGISTERED	36,38,39
9990435	FTD.COM LOGO (COLOR)	11/2/1999	75/838,172	5/29/2001	2,456,393	REGISTERED	36,38,39
9990484	FTDA	1/15/1999	75/621,561	3/7/2000	2,325,994	REGISTERED	42
9990633	FTDCOLLECTIONS	9/14/2001	76/312,716			PENDING	2,3,16 21,25,26 27,29,30
9990638	FTDCOLLECTIONS & DESIGN	9/19/2001	76/314,463			PENDING	2,3,16 21,25,26 27,29,30
9990655	FTDI	3/15/2002	76/384,843			PENDING	16,35,36 38,39,42
9990636	FTDI.COM & DESIGN	8/15/2001	76/299,109			PENDING	35,36
9990655	FTDIMAIL	3/15/2002	76/443,002	8/22/2002		PENDING	38
9990070	FUN IN THE SUN	10/23/1992	74/324,,864	8/16/1994	1,850,397	REGISTERED	31
9990339	GARDEN PUPPETS	9/16/1996	75/166,812	6/23/1998	2,168,340	REGISTERED	31
9990488	GIFT CREATIONS BY FTD	5/26/1999	75/716,124	9/12/2000	2,386,578	REGISTERED	35
9990482	GIFT CREATIONS BY FTD & DESIGN	3/21/2000	76/006,212	9/11/2001	2,489,400	REGISTERED	35
9990333	GOOD NEIGHBOR DAY	7/15/1996	75/134,299	4/22/1997	2,055,537	REGISTERED	42
9990348	HAPPY BUGDAY	10/22/1996	75/185,739	11/17/1998	2,204,349	REGISTERED	31
9990347	HEARD YOU CAUGHT A BUG	10/22/1996	75/185,740	11/17/1998	2,204,350	REGISTERED	31
9990053	HEARTS & FLOWERS	7/14/1995	74/702,372	2/11/1997	2,037,880	REGISTERED	31
9990382	HOLIDAY CELEBRATIONS	4/7/1997	75/270,138	8/4/1998	2,179,618	REGISTERED	31
9990634	IFTD SHOW	11/21/1997	75/394,137	9/7/1999	2,275,503	REGISTERED	35
9990621	INSPIRED LIVING FOR EVERYDAY	9/26/2000	76/135,516	2/19/2002	2,541,749	REGISTERED	16

9990467	INTERNATIONAL RETRANS BY FTD & DESIGN	3/21/2000	76/096,209	9/25/2001	2,493,561	REGISTERED	35
9990583	IOS BRANDS CORPORATION & DESIGN	5/8/2000	76/043,092			ALLOWED	9,16,35 36,38,42
9990338	IRIS DESIGN	9/5/1996	75/161,459	7/14/1998	2,173,656	REGISTERED	35
9990412	IT'S TIME TO CELEBRATE	4/5/1999	75/674,696	10/31/2000	2,400,929	REGISTERED	31
9990178	JOY OF SPRING	6/26/1995	74/694,189	8/13/1996	1,993,034	REGISTERED	31
9990056	LANGUAGE OF THE HEART	5/30/1995	74/681,859	4/15/1997	2,053,380	REGISTERED	35
9990660	LASTING ROMANCE	4/1/2002	76/389,172			PENDING	31
9990173	LOVING THOUGHTS	6/26/1995	74/694,192	7/23/1996	1,988,401	REGISTERED	31
9990426	MAP IT	3/23/1998	75/454,749	5/18/1999	2,246,011	REGISTERED	9
9990236	MERCURY	1/29/1988	73/708,271	9/6/1988	1,503,001	REGISTERED	16,35,42
9990365	MERCURY	12/9/1996	75/210,036	5/2/2000	2,346,281	REGISTERED	9
9990408	MERCURY	6/6/1997	75/304,956	3/27/2001	2,437,785	REGISTERED	38
9990629	MERCURY ADVANTAGE	11/27/2000	76/171,627			PENDING	9
9990572	MERCURY DIRECT	1/9/2000	75/894,192	10/2/2001	2,494,001	REGISTERED	38
9990438	MERCURY FIGURE	12/6/1996	75/209,464	10/6/1998	2,194,180	REGISTERED	38
9990362	MERCURY MAIL	11/12/1996	75/196,676	2/1/2000	2,314,841	REGISTERED	42
9990565	MERCURY MAN EMBLEM	1/8/1998	75/415,216	6/1/1999	2,249,174	REGISTERED	14,16,18 21
9990118	MERCURY MAN EMBLEM	8/25/1995	74/720,920	1/20/1998	2,130,968	REGISTERED	6,8,16 20,21,25 28,35,38 41,42,14 18,36,39
9990117	MERCURY MAN EMBLEM	8/25/1995	74/720,919	4/15/1997	2,053,519	REGISTERED	31,42
9990292	MERCURY MAN EMBLEM	12/13/1995	75/032,103	5/12/1998	2,157,241	REGISTERED	8,16,20 21,25,35 38,41,42 14,36,39
9990486	MERCURY MAN EMBLEM	2/9/1999	75/639,639			ALLOWED	38
9990646	MERCURY MAN EMBLEM	11/16/2001	76/338,520			PENDING	2,3,16 21,25,26 27,29,30
9990686	MERCURY MAN EMBLEM	6/25/2002	76/425,333			PENDING	2,3,4 16,21,25 26,27,29 30
9990181	MERCURY MAN EMBLEM	5/7/1980	73/261,130	2/8/1983	1,226,443	REGISTERED	6,16,22 25,26,27
9990250	MERCURY MAN EMBLEM	6/9/1980	73/265,622	3/15/1983	1,231,300	REGISTERED	35
9990300	MERCURY MAN EMBLEM	10/23/1991	74/214,796	11/3/1992	1,729,683	REGISTERED	31,42
9990324	MERCURY MAN EMBLEM	1/21/1966	73/236,983	12/27/1966	821,318	REGISTERED	42

REFERENCE#	MARK	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
UNITED STATES continued . . .							
	MERCURY MAN EMBLEM	7/16/2002	76/434,870			PENDING	35
	MERCURY MAN EMBLEM	6/25/2002	76/425,333			PENDING	2,3,4,16 21,25,26, 27, 29, 30
9990160	MERCURY MAN EMBLEM SQUARE DESIGN	10/24/1989	73/833,608	6/19/1990	1,602,751	REGISTERED	35,42
9990305	MERCURY MAN IN BOX DESIGN	6/23/1978	73/175,705	12/2/1980	1,142,116	REGISTERED	38
9990322	MERCURY NETWORK	6/23/1978	73/175,706	4/3/1979	1,116,187	REGISTERED	38
9990410	MERCURY WINGS	10/8/1999	75/818,921			PENDING	9,16,35 38,42
9990402	MERCURY WINGS & DESIGN	10/20/1998	75/574,244			PENDING	16,35,38 9,42
9990443	MERCURYDIRECT & DESIGN	3/21/2000	76/006,208	1/22/2002	2,531,418	REGISTERED	38
9990654	NATIONAL FLORA	3/6/2002	76/378,043			PENDING	35,38
9990157	OUR HANDS MOVE HEARTS	8/2/1994	74/556,465	4/16/1996	1,967,777	REGISTERED	42
9990192	PERFECT PRESCRIPTION	7/21/1986	73/610,433	3/8/1988	1,479,854	REGISTERED	31
9990331	PICK-ME-UP	5/19/1978	73/171,015	6/17/1980	1,136,957	REGISTERED	31
9990345	PUZZLE FUN	9/16/1996	75/166,811	4/3/2001	2,439,731	REGISTERED	31
9990060	REMEMBRANCE BOUQUET	1/14/1974	73/010,814	5/27/1975	1,011,660	REGISTERED	31
9990058	REMEMBRANCE COLLECTION	5/30/1995	74/681,862	6/18/1996	1,980,949	REGISTERED	31
9990244	RETRANS	6/1/1982	73/367,314	3/6/1984	1,269,424	REGISTERED	35
9990384	SOLUTIONS FOR FLORAL PROFESSIONALS	2/20/1996	75/059,698	3/18/1997	2,045,779	REGISTERED	42
9990051	SPRING GARDEN	7/14/1995	74/702,378	3/11/1997	2,044,937	REGISTERED	31
9990320	STAY IN TOUCH	6/28/1996	75/126,963	8/4/1998	2,179,115	REGISTERED	31
9990344	SWEET DREAMS	9/16/1996	75/166,673	7/14/1998	2,173,677	REGISTERED	31
9990356	SWEET DREAMS	11/5/1996	75/193,339	7/7/1998	2,171,870	REGISTERED	21
9990154	SWEET SURPRISE	9/16/1993	74/436,242	4/4/1995	1,888,010	REGISTERED	31
9990658	SWEETHEARTS	4/1/2002	76/389,148			PENDING	31
9990340	TEA FOR TWO	9/16/1996	75/166,450	6/2/1998	2,162,738	REGISTERED	31
9990285	THANKS A BUNCH	4/6/1993	74/375,967	2/22/1994	1,823,059	REGISTERED	31
9990499	TOUCH OF SPRING	12/14/2000	76/180,706	3/19/2002	2,551,179	REGISTERED	31
9990286	TRUE FRIENDS	12/1/1995	75/026,945	6/9/1998	2,164,350	REGISTERED	31
9970014	VALUE NETWORK SERVICE	7/13/1999	75/751,918	9/4/2001	2,484,339	REGISTERED	36,39,42
9970011	VALUE NETWORK SERVICE	12/29/2000	76/188,322			PENDING	38
9970015	VNS	7/13/1999	75/751,917	8/7/2001	2,474,995	REGISTERED	36,38,39 42
9970007	VNS & DESIGN	3/7/2000	75/937,277	2/5/2002	2,535,652	REGISTERED	36,38,39
9970009	WE SEND FLOWERS WORLDWIDE	11/15/2000	76/165,662	12/25/2001	2,523,717	REGISTERED	35

REFERENCE#	MARK	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
9990615	WORLD CLASS BEARS	6/7/2000	76/065,100	9/25/2001	2,493,692	REGISTERED	28
9990616	WORLD CLASS BEARS BY FTD & DESIGN	12/11/2000	76/179,106	1/15/2002	2,529,629	REGISTERED	28
9990649	YOUR DAY	1/22/2002	76/360,977			PENDING	31
9990470	ZAP IT	3/23/1998	75/454,746	5/4/1999	2,242,784	REGISTERED	9

COMMON LAW MARKS AND TRADE NAMES

BLOOMING MASTERPIECE

STUNNING BEAUTY

FRESH AS A DAISY

FLORAL FESTIVAL

GARDEN BASKET

HAPPY THOUGHTS

REGISTERED STATE TRADEMARKS AND TRADEMARK APPLICATIONS

None

**SCHEDULE A-2
TO TRADEMARK COLLATERAL AGREEMENT**

None