

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

|                       |                |
|-----------------------|----------------|
| SUBMISSION TYPE:      | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | CHANGE OF NAME |

**CONVEYING PARTY DATA**

| Name      | Formerly        | Execution Date | Entity Type                         |
|-----------|-----------------|----------------|-------------------------------------|
| HSNi, LLC | FORMERLY HSN LP | 06/11/2010     | LIMITED LIABILITY COMPANY: DELAWARE |

**RECEIVING PARTY DATA**

|                   |                                     |
|-------------------|-------------------------------------|
| Name:             | HSNi, LLC                           |
| Street Address:   | 160 Greentree Drive                 |
| Internal Address: | Suite 101                           |
| City:             | Dover                               |
| State/Country:    | DELAWARE                            |
| Postal Code:      | 19904                               |
| Entity Type:      | LIMITED LIABILITY COMPANY: DELAWARE |

**PROPERTY NUMBERS Total: 79**

| Property Type        | Number  | Word Mark                    |
|----------------------|---------|------------------------------|
| Registration Number: | 1759021 | TOOTIE                       |
| Registration Number: | 1286508 | HSC                          |
| Registration Number: | 1475501 | TOOTIE                       |
| Registration Number: | 3785500 | CURATIONS                    |
| Registration Number: | 3677611 | CURATIONS                    |
| Registration Number: | 2875115 | AUTO-SHIP                    |
| Registration Number: | 3223122 | OAK CREEK HOME               |
| Registration Number: | 2948831 | OAK CREEK HOME               |
| Registration Number: | 2967584 | OAK CREEK HOME               |
| Registration Number: | 3223121 | OAK CREEK HOME               |
| Registration Number: | 3227968 | OAK CREEK HOME               |
| Registration Number: | 2288160 | WHERE SHOPPING COMES TO LIFE |
| Registration Number: | 2992813 | HIGHGATE MANOR               |

**CH \$1990.00 1759021**

|                      |          |                       |
|----------------------|----------|-----------------------|
| Registration Number: | 2992815  | HIGHGATE MANOR        |
| Registration Number: | 2948826  | HIGHGATE MANOR        |
| Registration Number: | 2971410  | HIGHGATE MANOR        |
| Registration Number: | 2971436  | HIGHGATE MANOR        |
| Registration Number: | 2992814  | HIGHGATE MANOR        |
| Registration Number: | 3148655  | HIGHGATE MANOR        |
| Registration Number: | 3148661  | HIGHGATE MANOR        |
| Registration Number: | 3148658  | HIGHGATE MANOR        |
| Registration Number: | 3148657  | HIGHGATE MANOR        |
| Registration Number: | 3148754  | HIGHGATE MANOR        |
| Registration Number: | 2944522  | SIMPLY GO             |
| Registration Number: | 2977234  | ENJOY THE SHOW        |
| Registration Number: | 2946518  | SIMPLY GO             |
| Registration Number: | 2950158  | XTRAVAGANT            |
| Registration Number: | 2993174  | ABSOLUTE XTRAVAGANT   |
| Registration Number: | 2950327  | SOUTH STREET LOFT     |
| Registration Number: | 3030260  | SOUTH STREET LOFT     |
| Registration Number: | 3148645  | SOUTH STREET LOFT     |
| Registration Number: | 2800179  | RUN & SCORE           |
| Registration Number: | 3648786  | TIMELESS GOLD         |
| Registration Number: | 3568184  | HSN ON DEMAND         |
| Serial Number:       | 77431992 | FLASHBUY              |
| Registration Number: | 3699828  | TIMELESS GOLD         |
| Serial Number:       | 77294847 | CLOSETOPIA            |
| Registration Number: | 1998814  | HSN                   |
| Serial Number:       | 77190293 | MY HSN                |
| Registration Number: | 2228520  | AJ. VALENCI           |
| Registration Number: | 1759382  | ESSENCE OF TIME       |
| Registration Number: | 1484684  | HSC                   |
| Registration Number: | 1482734  | HSN                   |
| Registration Number: | 2585257  | HSN                   |
| Registration Number: | 1626975  | TECHNIBOND            |
| Registration Number: | 2178553  | WE HAVE WHAT YOU WANT |
| Registration Number: | 1723062  | AJ. VALENCI           |
| Registration Number: | 3732578  | WINTER LANE           |

|                      |          |                       |
|----------------------|----------|-----------------------|
| Registration Number: | 3690556  | WINTER LANE           |
| Serial Number:       | 77635654 | WINTER LANE           |
| Registration Number: | 3729791  | WINTER LANE           |
| Registration Number: | 3729793  | WINTER LANE           |
| Registration Number: | 3729792  | WINTER LANE           |
| Registration Number: | 3729794  | WINTER LANE           |
| Registration Number: | 3732579  | WINTER LANE           |
| Registration Number: | 3687405  | WINTER LANE           |
| Serial Number:       | 77635777 | WINTER LANE           |
| Registration Number: | 1712529  |                       |
| Registration Number: | 2527457  | HSN                   |
| Registration Number: | 2009383  | HOME SHOPPING NETWORK |
| Registration Number: | 2538721  | HOME SHOPPING CLUB    |
| Registration Number: | 3135229  | BIJOUX NOUVEAUX       |
| Registration Number: | 3095233  | AJ VALENCI            |
| Registration Number: | 3016329  | PERFECT STYLE         |
| Registration Number: | 3036772  | BELLEZZA              |
| Registration Number: | 3162238  | HGM                   |
| Registration Number: | 3604398  | HYPNOTIC QUARTZ       |
| Registration Number: | 3157462  | CONCIERGE COLLECTION  |
| Registration Number: | 3138694  | CONCIERGE COLLECTION  |
| Registration Number: | 3139202  | CONCIERGE COLLECTION  |
| Registration Number: | 3819597  | CONCIERGE COLLECTION  |
| Serial Number:       | 77757426 | CONCIERGE COLLECTION  |
| Serial Number:       | 77759297 | CONCIERGE COLLECTION  |
| Registration Number: | 2478125  | HSN                   |
| Registration Number: | 2516940  | DECK THE HALLS        |
| Registration Number: | 3591727  | SCARLETRINE           |
| Registration Number: | 3636500  | THEME                 |
| Registration Number: | 3704896  | HSN SHOP BY REMOTE    |
| Registration Number: | 3002861  | DAIS-EASE             |

CORRESPONDENCE DATA

Fax Number: (813)229-4133

*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*

**TRADEMARK**  
**REEL: 004252 FRAME: 0101**

Phone: 813-223-7000  
Email: trademarks@carltonfields.com  
Correspondent Name: William Giltinan  
Address Line 1: P.O. Box 3239  
Address Line 2: Attn: IP Dept.  
Address Line 4: Tampa, FLORIDA 33601-3239

|                         |                    |
|-------------------------|--------------------|
| ATTORNEY DOCKET NUMBER: | 55270/42345        |
| NAME OF SUBMITTER:      | William Giltinan   |
| Signature:              | /William Giltinan/ |
| Date:                   | 08/02/2010         |

Total Attachments: 4  
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source=HSN LP Conversion to HSNi LLC#page4.tif

# Delaware

PAGE 1

*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE LIMITED PARTNERSHIP UNDER THE NAME OF "HSN LP" TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "HSN LP" TO "HSNI, LLC", FILED IN THIS OFFICE ON THE SEVENTEENTH DAY OF JUNE, A.D. 2010, AT 1:31 O'CLOCK P.M.

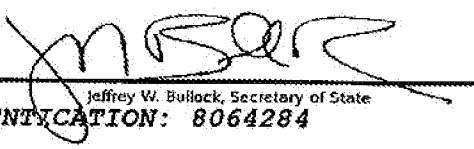
AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE TWENTIETH DAY OF JUNE, A.D. 2010, AT 5 O'CLOCK P.M.

2854824 8100V

100666406

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 8064284

DATE: 06-18-10

TRADEMARK  
REEL: 004252 FRAME: 0103

CERTIFICATE OF CONVERSION  
CONVERTING  
HSN LP  
(a Delaware limited partnership)

TO

HSNi, LLC  
(a Delaware limited liability company)

The Certificate of Conversion is being filed for the purpose of converting HSN LP, a Delaware limited partnership (the "Converting Partnership"), to a Delaware limited liability company to be named "HSNi, LLC" (the "Company"), pursuant to Section 18-214 of the Delaware Limited Liability Company Act, 6 DEL. C. Sections 18-101 et seq. (the "Delaware LLC Act").


The undersigned, as an authorized person of the Converting Partnership, does hereby certify as follows:

1. Name of Converting Corporation. The name of the Converting Partnership immediately prior to the filing of this Certificate of Conversion was HSN LP.
2. Date and Jurisdiction of Organization of Converting Partnership. The date on which and the jurisdiction where, the Converting Partnership was formed, which jurisdiction has not changed, are as follows:

| <u>Date</u> | <u>Jurisdiction</u> |
|-------------|---------------------|
| 2/3/98      | Delaware            |
3. Name of Converted Limited Liability Company. The name of the Delaware limited liability company to which the Converting Partnership is being converted and the name set forth in the Certificate of Formation of the Company filed in accordance with Section 18-214(b) of the Delaware LLC Act is "HSNi, LLC".
4. Effective Time. The effective date and time of this Certificate shall be 5:00 p.m. Eastern Time, on June 20, 2010.

IN WITNESS WHEREOF, the undersigned has duly executed this Certificate of Conversion as of June 11, 2010.

HSN LP by HSN, Inc.  
Its General Partner

By:   
Linda C. Frazier  
Vice President, Senior Counsel and  
Assistant Secretary

# Delaware

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*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF CERTIFICATE OF FORMATION OF "HSNI, LLC" FILED IN THIS OFFICE ON THE SEVENTEENTH DAY OF JUNE, A.D. 2010, AT 1:31 O'CLOCK P.M.


AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF FORMATION IS THE TWENTIETH DAY OF JUNE, A.D. 2010, AT 5 O'CLOCK P.M.

2854824 8100V

100666406

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 8064284

DATE: 06-18-10

TRADEMARK  
REEL: 004252 FRAME: 0105

CERTIFICATE OF FORMATION

OF

HSNI, LLC

This Certificate of Formation of HSNI, LLC ("LLC"), dated as of June 11, 2010, is being duly executed and filed by Gregory J. Henchel, as an authorized person, to form a limited liability company under the Delaware Limited Liability Company Act, 6 Del. C. §§ 18-101 *et seq.*

1. Name. The name of the limited liability company formed hereby is HSNI, LLC.
2. Registered Office. The address of the registered office of the limited liability company in the State of Delaware is 160 Greentree Drive, Suite 101, Dover, Delaware 19904.
3. Registered Agent. The name and address of the registered agent for service of process on LLC in the State of Delaware is National Registered Agents, Inc., 160 Greentree Drive, Suite 101, Dover, Delaware 19904.
4. Effective Time. The effective date and time of this Certificate shall be 5:00 p.m. Eastern Time on June 20, 2010.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation as of the date first above written.

  
\_\_\_\_\_  
Gregory J. Henchel  
Authorized Person