

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM541403

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Florists' Transworld Delivery, Inc.		08/23/2019	Corporation: MICHIGAN
RECEIVING PARTY DATA			
Name:	FTD, LLC		
Street Address:	3113 Woodcreek Drive		
City:	Downers Grove		
State/Country:	ILLINOIS		
Postal Code:	60515		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 85			
Property Type	Number	Word Mark	
Serial Number:	74429231	1-800-SEND-FTD	
Serial Number:	76151041	AUTUMN SPLENDOR	
Serial Number:	76331033	BASKET OF CHEER	
Serial Number:	73197039	BIG HUG	
Serial Number:	73062460	BIRTHDAY PARTY	
Serial Number:	74130512	BOO-QUET	
Serial Number:	76360979	CANDY CANE LANE	
Serial Number:	76006211	CASHFLO FTD	
Serial Number:	86094110	CHOCOLATE DIP DELIGHTS	
Serial Number:	85588769	COLOR YOUR DAY	
Serial Number:	76006214	DIRECTORY SERVICES FTD	
Serial Number:	73711904	FLORISTS' TRANSWORLD DELIVERY	
Serial Number:	76423694	FLOWERS ALL HOURS	
Serial Number:	74177408	FLOWERS DIRECT	
Serial Number:	85449395	FLOWERS IN HOURS	
Serial Number:	85216877	FLOWERS SAY IT BETTER. FTD SAYS IT BEST.	
Serial Number:	76149481	FLOWERS U S A	
Serial Number:	76200104	FOL	
Serial Number:	76389147	FOR ALL YOU DO	
TRADEMARK			

CH \$2140.00 74429231

Property Type	Number	Word Mark
Serial Number:	75793297	FTD
Serial Number:	75185738	FTD
Serial Number:	73796730	FTD
Serial Number:	73146031	FTD
Serial Number:	72238070	FTD
Serial Number:	85821238	FTD
Serial Number:	85821161	FTD
Serial Number:	73265622	FTD
Serial Number:	73261130	FTD
Serial Number:	72236983	FTD
Serial Number:	77642260	FTD
Serial Number:	77647282	FTD
Serial Number:	77685621	FTD
Serial Number:	78225933	FTD
Serial Number:	78704511	FTD
Serial Number:	85441522	FTD COLLEGE ROSE COLLECTION
Serial Number:	76423692	FTD FLOWERS ALL HOURS
Serial Number:	76006215	FTD FRESHFLOWERS
Serial Number:	77549996	FTD MERCURY X
Serial Number:	76109308	FTD
Serial Number:	87229530	FTD SOURCE
Serial Number:	75820658	FTD.COM
Serial Number:	75827340	FTD.COM
Serial Number:	76443002	FTDIMAIL
Serial Number:	74324864	FUN IN THE SUN
Serial Number:	78320488	GIFTSENSE
Serial Number:	75134299	GOOD NEIGHBOR DAY
Serial Number:	87882399	GROWN + GATHERED
Serial Number:	76006209	INTERNATIONAL RETRANS BY FTD
Serial Number:	85744501	KEEPSAKE ROSES
Serial Number:	76389172	LASTING ROMANCE
Serial Number:	74694192	LOVING THOUGHTS
Serial Number:	86382879	MARKET FOR YOU
Serial Number:	75304956	MERCURY
Serial Number:	75210036	MERCURY
Serial Number:	73708271	MERCURY
Serial Number:	76171627	MERCURY ADVANTAGE
Serial Number:	77912763	MERCURY CONNECT

Property Type	Number	Word Mark
Serial Number:	75894192	MERCURY DIRECT
Serial Number:	76006208	MERCURYDIRECT
Serial Number:	73175706	MERCURY NETWORK
Serial Number:	76523291	MERCURY TECHNOLOGY
Serial Number:	86757793	
Serial Number:	86757801	
Serial Number:	85677888	NATURE'S FLORA
Serial Number:	73010814	REMEMBRANCE BOUQUET
Serial Number:	73367314	RETRANS
Serial Number:	78291306	ROSES WITH HUGS
Serial Number:	86876854	ROSES.COM
Serial Number:	77664678	SAY IT YOUR WAY
Serial Number:	85164876	SAY IT YOUR WAY
Serial Number:	88015218	SAY MORE WITH FLOWERS
Serial Number:	77421202	SIMPLY EASIER. SIMPLY BETTER. SIMPLY MER
Serial Number:	74702378	SPRING GARDEN
Serial Number:	74436242	SWEET SURPRISES
Serial Number:	76389148	SWEETHEARTS
Serial Number:	74375967	THANKS A BUNCH
Serial Number:	77647928	THE FLOWER EXPERTS
Serial Number:	76441203	THE FTD BELOVED BOUQUET
Serial Number:	85869113	THE FTD EXPRESSIONS COLLECTION
Serial Number:	76441204	THE FTD MY ONE AND ONLY BOUQUET
Serial Number:	85807180	THE FTD ROSE
Serial Number:	85160867	THE WEDDING EXPERTS
Serial Number:	78364973	TIMELESS TRIBUTE
Serial Number:	76180706	TOUCH OF SPRING
Serial Number:	76531464	WEBGIFTS

CORRESPONDENCE DATA

Fax Number: 7032436410

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: 7034655356

Email: major@mwzb.com

Correspondent Name: Scott J. Major

Address Line 1: 2200 Clarendon Blvd., 14th Floor

Address Line 4: Arlington, VIRGINIA 22201

NAME OF SUBMITTER: Scott J. Major

SIGNATURE:	/Scott J. Major/
DATE SIGNED:	09/18/2019
Total Attachments: 12 source=Patent and Trademark Assignment Agreement [EXECUTED - USA]#page1.tif source=Patent and Trademark Assignment Agreement [EXECUTED - USA]#page2.tif source=Patent and Trademark Assignment Agreement [EXECUTED - USA]#page3.tif source=Patent and Trademark Assignment Agreement [EXECUTED - USA]#page4.tif source=Patent and Trademark Assignment Agreement [EXECUTED - USA]#page5.tif source=Patent and Trademark Assignment Agreement [EXECUTED - USA]#page6.tif source=Patent and Trademark Assignment Agreement [EXECUTED - USA]#page7.tif source=Patent and Trademark Assignment Agreement [EXECUTED - USA]#page8.tif source=Patent and Trademark Assignment Agreement [EXECUTED - USA]#page9.tif source=Patent and Trademark Assignment Agreement [EXECUTED - USA]#page10.tif source=Patent and Trademark Assignment Agreement [EXECUTED - USA]#page11.tif source=Patent and Trademark Assignment Agreement [EXECUTED - USA]#page12.tif	

PATENT AND TRADEMARK ASSIGNMENT AGREEMENT

This Patent and Trademark Assignment Agreement (this "Assignment"), is made and entered into as of August 23, 2019 by and among Gateway Mercury Holdings, LLC, a Delaware limited liability company ("Purchaser"), FTD, LLC f/k/a Gateway Mercury OpCo, LLC, a Delaware limited liability company ("Assignee"), FTD, Inc., a Delaware corporation (the "Company"), and each of the Company's Subsidiaries and other Affiliates listed on the signature pages to this Assignment (together with the Company, each an "Assignor" and, collectively, the "Assignors"). All capitalized terms used and not otherwise defined in this Assignment shall have the meanings assigned to them in the Purchase Agreement (as defined below).

RECITALS

WHEREAS, pursuant to the Second Amended and Restated Asset Purchase Agreement, dated July 31, 2019 (the "Purchase Agreement"), by and among Purchaser and the Assignors, whereby, among other things, the Assignors have agreed to sell, assign, convey, transfer and deliver to Assignee, as designee of Purchaser under the Purchase Agreement, all of the Assignors' right, title and interest as of the Closing to the Purchased Intellectual Property;

WHEREAS, the Assignors are the owners of all rights, title and interest in and to the patents and trademarks identified on Exhibit A attached hereto, the United States patent and trademark applications and/or registrations therefore, together with the goodwill of the Acquired Business associated therewith (collectively, the "IP"), and have agreed to transfer to Assignee all rights, title and interest in and to the IP; and

WHEREAS, Assignee desires to acquire all of the Assignors' rights, title and interest in and to the IP.

NOW, THEREFORE, in consideration of the foregoing and in consideration of the mutual representations, warranties, covenants and agreements contained herein and in the Purchase Agreement, the Parties agree as follows:

1. Assignment. On the terms and subject to the conditions contained in the Purchase Agreement and effective at the Closing, each Assignor hereby sells, assigns, transfers, conveys and delivers to Assignee all of such Assignor's right, title, and interest in, to and under the IP, any and all applications and registrations therefore, including, without limitation, the applications and registrations identified on Exhibit A, together with that part of the goodwill of the Acquired Business associated with the use of and symbolized by the IP, the same to be held and enjoyed by Assignee for its own use and enjoyment and the use and enjoyment of its successors, assigns, and Subsidiaries, as fully and entirely as said rights, title and interest would have been held and enjoyed by such Assignor if this sale, assignment, and transfer had not been made. The assignment granted herein has been granted in accordance with the terms of the Purchase Agreement and is expressly subject to the terms thereof.

2. Further Assurances. The Assignors further agree, upon reasonable request and at the sole expense of Assignee, that the Assignors and their legal representatives and assigns will do all lawful acts, including the execution of papers and the giving of testimony, that may be necessary or desirable for obtaining, sustaining, reissuing or enforcing said registrations in the United States and throughout the world for such IP, and for perfecting, recording, or maintaining the title of the Assignee, its successors and assigns, to such IP and any registrations issued for such IP.

3. Due Authorization. The Assignors hereby authorize the appropriate empowered officials at the United States Patent and Trademark Office and the officials of corresponding entities or agencies in any applicable jurisdictions to transfer all registrations and pending applications for the IP to Assignee as assignee of the entire right, title and interest therein or otherwise as Assignee may direct, in accordance with this Assignment.

4. Sections 2.7 (*Further Conveyances and Assumptions*), Sections 11.4 (*Submission to Jurisdiction; Consent to Service of Process*), 11.5 (*Waiver of Right to Trial by Jury*), 11.7 (*Governing Law*), 11.9 (*Severability*), 11.10 (*Assignment*) and 11.12 (*Counterparts*) of the Purchase Agreement are incorporated herein by reference and will apply as if fully set forth herein *mutatis mutandis*.

[Signatures on Following Page(s)]

IN WITNESS WHEREOF, the Assignors and Assignee have caused this Assignment to be duly executed as of the date first above written.

ASSIGNORS:

FTD, INC.

By: Scott D. Levin
Name: Scott D. Levin
Title: President and Chief Executive Officer and
Secretary

FLORISTS' TRANSWORLD DELIVERY, INC.

By: Scott D. Levin
Name: Scott D. Levin
Title: President and Chief Executive Officer and
Secretary

FTD.COM INC.

By: Scott D. Levin
Name: Scott D. Levin
Title: President and Chief Executive Officer and
Secretary

FTD.CA, INC.

By: Scott D. Levin
Name: Scott D. Levin
Title: President and Chief Executive Officer and
Secretary

[Signature Page to Patent and Trademark Assignment Agreement]

PROVIDE COMMERCE LLC

By: Scott Levin
Name: Scott D. Levin
Title: President and Chief Executive Officer and
Secretary

FLOWERFARM, INC.

By: Scott Levin
Name: Scott D. Levin
Title: President and Chief Executive Officer and
Secretary

BLOOM THAT, INC.

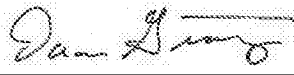
By: Scott Levin
Name: Scott D. Levin
Title: President and Chief Executive Officer and
Secretary

[Signature Page to Patent and Trademark Assignment Agreement]

TRADEMARK
REEL: 006748 FRAME: 0931

PURCHASER:

GATEWAY MERCURY HOLDINGS, LLC


By: 

Name: Damian Giangiacomo

Title: President

ASSIGNEE:

GATEWAY MERCURY OPCO, LLC

By: 

Name: Damian Giangiacomo

Title: President

EXHIBIT A

See attached.

FTD TRADEMARK SCHEDULE

Mark	Country	App No/ App Date	Reg No/ Reg Date	Next Deadline	Status	Class(es)
1-800-SEND-FTD	USA	74/429,231 8/27/1993	1,848,732 8/9/1994	8/9/2024	Registered	38
AUTUMN SPLENDOR	USA	76/151,041 10/20/2000	2,560,342 4/9/2002	4/9/2022	Registered	31
BASKET OF CHEER	USA	76/331,033 10/30/2001	2,803,066 1/6/2004	1/6/2024	Registered	31
BIG HUG	USA	73/197,039 12/15/1978	1,147,784 2/24/1981	2/24/2021	Registered	31
BIRTHDAY PARTY	USA	73/062,460 9/8/1975	1,040,212 5/25/1976	5/25/2026	Registered	31
BOO-QUET	USA	74/130,512 1/15/1991	1,754,588 2/23/1993	2/23/2023	Registered	31
CANDY CANE LANE	USA	76/360,979 1/22/2002	2,639,421 10/22/2002	10/22/2022	Registered	31
CASHFLO FTD & Design	USA	76/006,211 3/21/2000	2,478,657 8/14/2001	8/14/2021	Registered	36
CHOCOLATE DIP DELIGHTS & Design	USA	86/094,110 10/17/2013	4,685,643 2/10/2015	2/10/2021	Registered	30, 35
COLOR YOUR DAY	USA	85/588,769 4/4/2012	4,522,502 4/29/2014	4/29/2020	Registered	31,35
DIRECTORY SERVICES FTD & Design	USA	76/006,214 3/21/2000	2,534,819 1/29/2002	1/29/2022	Registered	16,42
FLORESTA' TRANSWORLD DELIVERY	USA	73/711,904 2/18/1988	1,523,748 2/7/1989	2/7/2029	Registered	35,42
FLOWERS ALL HOURS	USA	76/423,694 6/21/2002	2,757,371 8/26/2003	8/26/2023	Registered	35
FLOWERS DIRECT	USA	74/177,408 6/18/1991	1,779,145 6/29/1993	6/29/2023	Registered	35
FLOWERS IN HOURS	USA	85/449,395 10/17/2011	5,041,271 9/13/2016	9/13/2022	Registered	35

Mark	Country	App No/ App Date	Reg No/ Reg Date	Next Deadline	Status	Class(es)
FLOWERS SAY IT BETTER, FTD SAYS IT BEST	USA	85/216,877 1/3/2011	4,505,632 4/1/2014	4/1/2020	Registered	35
	USA	76/149,481 10/18/2000	2,619,889 9/17/2002	9/17/2022	Registered	35,39
FLOWERS U.S.A. & Design	USA	76/200,104 1/26/2001	2,729,940 6/24/2003	6/24/2023	Registered	38,42
	USA	76/389,147 4/1/2002	2,669,047 12/31/2002	12/31/2022	Registered	31
FOR ALL YOU DO	USA	75/793,297 9/7/1999	2,385,454 9/12/2000	9/12/2020	Registered	35
FTD	USA	75/185,738 10/22/1996	2,219,418 1/19/1999	1/19/2029	Registered	35
FTD	USA	73/796,730 5/1/1989	1,576,429 1/9/1990	1/9/2020	Registered	21,22,25,28,38,42
FTD	USA	73/146,031 12/19/1977	1,108,614 12/12/1978	6/12/2019 (grace)	Registered	16
FTD	USA	72/238,070 2/4/1966	844,748 2/20/1968	2/20/2028	Registered	35
FTD	USA	85/821,238 1/11/2013	4,527,843 5/3/2014	5/13/2020	Registered	31,35
FTD & Design	USA	85/821,161 1/11/2013	4,702,097 3/17/2015	3/17/2021	Registered	31,35
FTD & MMIE	USA	73/265,622 6/9/1980	1,231,300 3/15/1983	3/15/2023	Registered	35,42
FTD & MMIE	USA	73/261,130 5/7/1980	1,226,443 2/8/1983	2/8/2023	Registered	16,25,27
FTD & MMIE	USA	72/236,983 1/21/1966	821,318 12/27/1966	12/27/2026	Registered	35
FTD & MMIE	USA	77/642,260 12/31/2008	3,830,102 8/10/2010	8/10/2020	Registered	8, 14, 16, 18, 21 & 25
FTD & MMIE	USA	77/647,282 1/11/2009	4,020,9829/6/2 011	9/6/2021	Registered	35,36,38,39,41,42
FTD & MMIE	USA	77/685,621 3/6/2009	3,890,732 12/14/2010	12/14/2020	Registered	35

Mark	Country	App No/ App Date	Reg No/ Reg Date	Next Deadline	Status	Class(es)
FTD & MME	USA	78/225,933 3/14/2003	3,006,400 10/11/2005	10/11/2025	Registered	1,31
FTD & MME	USA	78/704,511 8/31/2005	4020245 8/30/2011	8/30/2021	Registered	16
FTD COLLEGE ROSE COLLECTION	USA	85/441,522 10/6/2011	4,374,421 7/20/2013	7/30/2019	Registered	31
FTD FLOWERS ALL HOURS & Design	USA	76/423,692 6/21/2002	2,754,301 8/19/2003	8/19/2023	Registered	35
FTD FRESHFLOWERS (STYLIZED)	USA	76/006,215 3/21/2000	2,478,658 8/14/2001	8/14/2021	Registered	35
FTD MERCURY X	USA	77/549,996 8/18/2008	4038858 10/11/2001	10/11/2021	Registered	9,36,38,42
FTD MME	USA	76/109,308 8/15/2000	2,672,801 1/7/2003	1/7/2023	Registered	35
FTD SOURCE	USA	87/229,530 11/8/2016	5,419,271 3/6/2018	3/6/2024	Registered	42
FTD.COM	USA	75/820,658 10/12/1999	2,403,957 11/14/2000	11/14/2020	Registered	36,38,39
FTD.COM & MME	USA	75/827,340 10/20/1999	2,450,168 5/8/2001	5/8/2021	Registered	36,38,39
FTDMAIL	USA	76/443,002 8/22/2002	2,713,449 5/6/2003	5/6/2023	Registered	38
FUN IN THE SUN	USA	74/324,864 10/23/1992	1,850,397 8/16/1994	8/16/2024	Registered	31
GIFTSense	USA	78/320,488 10/29/2003	2,953,675 5/17/2005	5/17/2025	Registered	35
GOOD NEIGHBOR DAY	USA	75/134,299 7/15/1996	2,055,537 4/22/1997	4/22/2027	Registered	42
GROWN + GATHERED	USA	87/882,399 4/18/2018		11/17/2019 Response Due	Filed	31
INTERNATIONAL RETRANS BY FTD & Design	USA	76/006,209 3/1/2000	2,493,561 9/25/2001	9/25/2021	Registered	38
KEEPSAKE ROSES	USA	85/744,501 10/3/2012	4,511,667 4/8/2014	4/8/2020	Registered	31

Mark	Country	App No/ App Date	Reg No/ Reg Date	Next Deadline	Status	Class(es)
LASTING ROMANCE	USA	76389,172 4/1/2002	2,706,666 4/15/2003	4/15/2023	Registered	31
LOVING THOUGHTS	USA	74/694,192 6/26/1995	1,988,401 7/23/1996	7/23/2026	Registered	31
MARKET FOR YOU	USA	86/382,879 9/2/2014	4,746,849 6/2/2015	6/2/2021	Registered	35
MERCURY	USA	75/304,956 6/6/1997	2,437,785 3/27/2001	3/27/2021	Registered	38
MERCURY	USA	75/210,036 12/9/1996	2,346,281 5/2/2000	5/2/2020	Registered	9
MERCURY	USA	73/708,271 1/29/1988	1,503,001 9/6/1988	9/6/2028	Registered	16,35,42
MERCURY ADVANTAGE	USA	76/171,627 11/27/2000	2,712,593 5/6/2023	5/6/2023	Registered	9
MERCURY CONNECT	USA	77/912,763 1/15/2010	4,418,828 10/15/2013	10/15/2019	Registered	9,36,38,42
MERCURY DIRECT	USA	75/894,192 1/9/2000	2,494,001 10/2/2001	10/2/2021	Registered	38
MERCURY DIRECT	USA	76/006,208 3/21/2000	2,531,418 1/22/2002	1/22/2022	Registered	38
MERCURY NETWORK	USA	73/175,706 6/23/1978	1,116,187 4/3/1979	4/3/2019	Registered	38
MERCURY TECHNOLOGY & Design	USA	76/523,291 5/12/2003	3,122,333 8/1/2006	8/1/2026	Registered	9,35,36,38,42
MME	USA	86/757,793 9/15/2015	5,214,664 5/30/2017	5/30/2023	Registered	31, 35, 36, 39, 42
MME WITH CIRCLE	USA	86/757,801 9/15/2015		9/27/2019 SOU or EOT due	Allowed	31, 35, 36, 39, 42
NATURE'S FLORA	USA	85/677,888 7/16/2012	4,653,281 12/9/2014	12/9/2020	Registered	31, 35
REMEMBRANCE BOUQUET	USA	73/010,814 1/14/1974	1,011,660 5/27/1975	5/27/2025	Registered	31
RETRANS	USA	73/367,314 6/1/1982	1,269,424 3/6/1984	3/6/2024	Registered	35

Mark	Country	App No/ App Date	Reg No/ Reg Date	Next Deadline	Status	Class(es)
ROSES WITH HUGGS	USA	78/291,306 8/22/2003	2,953,583 5/17/2005	5/17/2025	Registered	31
ROSES.COM & Design	USA	86/876,854 1/15/2016	5,330,349 11/7/2017	11/7/2023	Registered	31, 35, 39
SAY IT YOUR WAY	USA	77/664,678 2/5/2009	3,669,210 8/18/2009	8/18/2019	Registered	31
SAY IT YOUR WAY	USA	85/164,876 10/29/2010	5,054,810 10/4/2016	10/4/2022	Registered	35
SAY MORE WITH FLOWERS	USA	88/015,218 6/26/2018	5,699,420 3/12/2019	3/12/2025	Registered	31, 35, 39
SIMPLY EASIER. SIMPLY BETTER. SIMPLY MERCURY	USA	77/421,202 3/13/2008	3,848,243 9/14/2010	9/14/2020	Registered	9,35
SPRING GARDEN	USA	74/702,378 7/14/1995	2,044,937 3/11/1997	3/11/2027	Registered	31
SWEET SURPRISES	USA	74/436,242 9/16/1993	1,888,010 4/4/1995	4/4/2025	Registered	31
SWEETHEARTS	USA	76/389,148 4/1/2002	2,669,048 12/31/2002	12/31/2022	Registered	31
THANKS A BUNCH	USA	74/375,967 4/6/1993	1,823,059 2/22/1994	2/22/2024	Registered	31
THE FLOWER EXPERTS	USA	77/647,928 1/12/2009	3,999,887 7/19/2011	7/19/2021	Registered	31
THE FTD BELOVED BOUQUET	USA	76/441,203 8/13/2002	2,693,320 3/4/2003	3/4/2023	Registered	31
THE FTD EXPRESSIONS COLLECTION	USA	85/869,113 3/6/2013	4,822,507 9/29/2015	9/29/2021	Registered	31, 35
THE FTD MY ONE AND ONLY BOUQUET	USA	76/441,204 8/13/2002	2,693,321 3/4/2003	3/4/2023	Registered	31
THE FTD ROSE	USA	85/807,180 12/19/2012	4,593,631 8/26/2014	8/26/2020	Registered	31
THE WEDDING EXPERTS	USA	85/160,867 10/26/2010	4,529,851 5/13/2014	5/13/2020	Registered	31, 35
TIMELESS TRIBUTE	USA	78/364,973 2/9/2004	2,946,070 5/3/2005	5/3/2025	Registered	31

Mark	Country	App No/ App Date	Reg No/ Reg Date	Next Deadline	Status	Class(es)
TOUCH OF SPRING	USA	76/180,706 12/14/2000	2,767,362 9/23/2002	9/23/2013	Registered	31
WEBGIFTS	USA	76/531,464 7/22/2005	2,962,815 6/21/2005	6/21/2025	Registered	35,36,42
WEBGIFTS & Design	USA	76/531,463 7/22/2003	2,959,048 6/7/2005	6/7/2025	Registered	35,36,42