

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM535606

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest in Trademarks		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
PROVIDE COMMERCE LLC		06/05/2019	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	BANK OF AMERICA, N.A., as Administrative Agent		
Street Address:	2380 Performance Dr.		
Internal Address:	Building C, Mail Code: TX2-984-03-23		
City:	Richardson		
State/Country:	TEXAS		
Postal Code:	75082		
Entity Type:	National Banking Association: UNITED STATES		
PROPERTY NUMBERS Total: 28			
Property Type	Number	Word Mark	
Registration Number:	5687563	BLOOM REFRESH	
Registration Number:	5644672	BREATHE HAPPIER	
Registration Number:	5596630	LIFE'S SWEETEST MOMENTS ARE SHARED	
Registration Number:	5541807	PROGIFTER	
Registration Number:	5490415	CHOCOLATE CRAVINGS CRATE	
Registration Number:	5490414	SNACK ATTACK	
Registration Number:	5474214	CHOCOLATE BLISS BOX	
Registration Number:	5454948	PETALPOP	
Registration Number:	5383364	CELEBRATE COLOR	
Registration Number:	5228966	PERFECTLY PAIRED	
Registration Number:	4932881	KALLA	
Registration Number:	4050512	PROPLANTS	
Registration Number:	3993437		
Registration Number:	3957939		
Registration Number:	3783282	SHARI'S BERRIES	
Registration Number:	3684679	BROWNIEPOPS	
Registration Number:	3355569	FLORAPEDIA	
Registration Number:	3308347	DIRECT FROM THE FIELDS	
TRADEMARK			

OP \$715.00 5687563

Property Type	Number	Word Mark
Registration Number:	3276088	PROVIDE-COMMERCE
Registration Number:	3121431	CHERRY MOON FARMS
Registration Number:	2790253	
Registration Number:	2790252	
Registration Number:	2518184	STRAWBERRY BOUQUET
Registration Number:	2518183	STRAWBERRY ROSE
Registration Number:	2476976	PROFLOWERS
Serial Number:	87634685	GIFTS FOR GOOD
Serial Number:	87453243	SHARI'S GOURMET
Serial Number:	87364735	SHARI'S GOURMET

CORRESPONDENCE DATA

Fax Number: 7043311159

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: 7043311000

Email: PTO_TMconfirmation@mvalaw.com,
maryelizabethzaldivar@mvalaw.com

Correspondent Name: Moore & Van Allen PLLC

Address Line 1: 100 North Tryon Street

Address Line 2: Suite 4700, ATTN: IP DEPARTMENT

Address Line 4: Charlotte, NORTH CAROLINA 28202

ATTORNEY DOCKET NUMBER: 031752.000256

NAME OF SUBMITTER: John Slaughter

SIGNATURE: /john slaughter/

DATE SIGNED: 08/07/2019

Total Attachments: 3

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NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Security and Pledge Agreement dated as of June 5, 2019 (as the same may be amended, modified, extended or restated from time to time, the "Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and Bank of America, N.A., as Administrative Agent (the "Administrative Agent") for the benefit of the holders of the Secured Obligations referenced therein, to secure the prompt payment and performance in full when due, whether by lapse of time, acceleration, mandatory prepayment or otherwise, of the Secured Obligations, the undersigned Obligor has granted to the Administrative Agent, for the benefit of the holders of the Secured Obligations, a continuing security interest in any and all right, title and interest of such Obligor in and to the Trademarks (as defined in the Agreement) whether now owned or existing or owned, acquired, or arising hereafter, including the United States registered trademarks and trademark applications shown below. Capitalized terms used and not otherwise herein shall have the meanings ascribed to such terms in the Agreement.

TRADEMARKS

<u>Trademark No.</u>	<u>Trademark</u>	<u>Date of Trademark</u>
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See Schedule 1 attached hereto

TRADEMARK APPLICATIONS

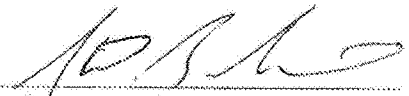
<u>Trademark Applications No.</u>	<u>Trademark Applied for</u>	<u>Date of Trademark Application</u>
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See Schedule 1 attached hereto

The undersigned Obligor and the Administrative Agent, on behalf of the holders of the Secured Obligations, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application. This Notice of Grant of Security Interest in Trademarks is made in conjunction with the security interest granted to the Administrative Agent pursuant to the Agreement.

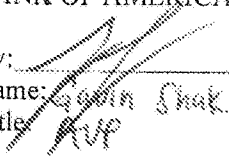
Very truly yours,

PROVIDE COMMERCE LLC

By: 
Name: Steven Barnhart
Title: Executive Vice President, Chief Financial Officer and Treasurer

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Administrative Agent

By: 
Name: Robin Shak
Title: VP

Schedule 1

Provide Commerce LLC
(Delaware Limited Liability Company)

U.S. Trademarks

Trademark Registrations

Mark	Reg. No.	Reg. Date
BLOOM REFRESH	5687563	02/26/19
BREATHE HAPPIER	5644672	01/01/19
LIFE'S SWEETEST MOMENTS ARE SHARED	5596630	05/11/17
PROGIFTER	5541807	08/14/18
CHOCOLATE CRAVINGS CRATE	5490415	06/12/18
SNACK ATTACK	5490414	06/12/18
CHOCOLATE BLISS BOX	5474214	05/22/18
PETALPOP	5454948	04/24/18
CELEBRATE COLOR	5383364	01/23/18
PERFECTLY PAIRED	5228966	06/20/17
KALLA	4932881	04/05/16
PROPLANTS	4050512	11/01/11
Design Only	3993437	07/12/11
Design Only	3957939	05/10/11
SHARI'S BERRIES	3783282	05/04/10
BROWNIEPOPS	3684679	09/15/09
FLORAPEDIA	3355569	12/18/07
DIRECT FROM THE FIELDS	3308347	10/09/07
PROVIDE-COMMERCE	3276088	08/07/07
CHERRY MOON FARMS	3121431	07/25/06
Design Only	2790253	12/09/03
Design Only	2790252	12/09/03
STRAWBERRY BOUQUET	2518184	12/11/01
STRAWBERRY ROSE	2518183	12/11/01
PROFLOWERS	2476976	08/14/01

Trademark Applications

Mark	Appl. No.	Filing Date
GIFTS FOR GOOD	87634685	10/05/17
SHARI'S GOURMET and Design	87453243	05/17/17
SHARI'S GOURMET	87364735	03/09/17