

Filing Fee: \$50.00

ID Number: 996421



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
148 W. River Street
Providence, Rhode Island 02904-2615

2014 OCT 30 PM 12:29
SECRETARY OF STATE
CORPORATIONS DIV

FICTITIOUS BUSINESS NAME STATEMENT

Pursuant to the provisions of Section 7-1.2-402, 7-16-9 or 7-13-2 of the General Laws of Rhode Island, 1956, as amended, the undersigned business corporation, limited liability company, or limited partnership hereby submits the following statement for authority to transact business in the state of Rhode Island under a fictitious business name:

1. The legal name of the applicant business corporation, limited liability company or limited partnership is:

United LC Capital LLC

2. The fictitious business name to be used is Love Culture

3. The state or territory under the laws of which it is incorporated, organized or formed is California

4. The date of incorporation, organization or formation is 4/25/14

5. If a business corporation, the address of its registered office within Rhode Island is

127 Providence Place, Ste #4330, Providence, RI 02903

6. If a business corporation, the business in which it is engaged

127 Providence Place, Ste #4330, Providence, RI 02903

7. Applicant is otherwise authorized to do business in the state of Rhode Island.

2014 NOV -7 AM 10:12
SECRETARY OF STATE
CORPORATIONS DIV

Under penalty of perjury, I declare that the information contained herein is true and correct.

Date: _____

Ki Tung Gu

Name of Applicant Corporation, Limited Liability Company or Limited Partnership

FILED

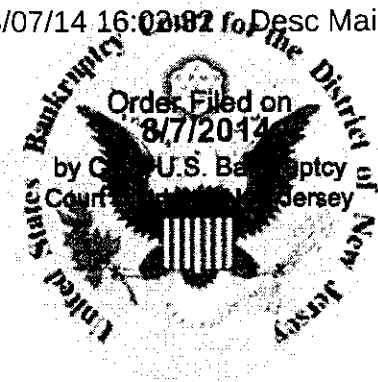
NOV 07 2014

BY CA 236146
10:12

By _____
Signature of Authorized Officer of the Corporation

By X [Signature]
Signature of Authorized Person for the Limited Liability Company

By _____
Signature of Authorized Person for the Limited Partnership



UNITED STATES BANKRUPTCY COURT DISTRICT OF NEW JERSEY	
Caption in Compliance with D.N.J. LBR 9004-2(c)	
LOWENSTEIN SANDLER LLP Kenneth A. Rosen, Esq. (KR 4963) Mary E. Seymour, Esq. (MS 3950) Eric H. Horn, Esq. (EH 2020) 65 Livingston Avenue Roseland, New Jersey 07068 Tel: (973) 597-2500 Fax: (973) 597-2400 <i>Proposed Counsel to the Debtor and Debtor-in-Possession</i>	
In re:	Chapter 11
Love Culture Inc., ¹	Case No. 14-24508 (NLW)
Debtor.	

**ORDER (A) AUTHORIZING AND APPROVING THE SALE OF THE
DEBTOR'S ASSETS FREE AND CLEAR OF LIENS, CLAIMS, CHARGES,
ENCUMBRANCES, AND INTERESTS, (B) AUTHORIZING AND
APPROVING THE ASSET PURCHASE AGREEMENT WITH RESPECT
THERETO AND IMPLEMENTATION THEREOF, (C) AUTHORIZING AND
APPROVING PROCEDURES FOR THE ASSUMPTION AND
ASSIGNMENT OF CERTAIN EXECUTORY CONTRACTS AND
UNEXPIRED LEASES AND / OR TRANSFER OF DESIGNATION RIGHTS
AS NECESSARY IN CONNECTION WITH THE ASSET SALE, AND (D)
GRANTING RELATED RELIEF**

The relief set forth on the following pages, numbered two (2) through seventeen (17), is
hereby **ORDERED**.

DATED: 8/7/2014


Honorable Novalyn L. Winfield
United States Bankruptcy Judge

¹ The last four digits of the Debtor's federal tax identification number are 8782.

SCHEDULE 2.1(b)(ii)

Intellectual Property of Love Culture, Inc. (Seller) included in

Purchased Assets

1. All Intellectual Property owned by or licensed to Seller that is transferrable to Purchaser under any federal or state law that in any way relates to Seller's retail business. This includes, without limitation: all trademarks; trade names; trade styles; patents; copyrights; licenses, whether limited or unlimited; permits; websites; URL's; and "dba's".
2. All Intellectual Property owned by or licensed to Seller that pertains in any way to any Acquired Location that is not included in paragraph 1, above.
3. All software, including licenses, permits and the like, used by Seller at the Warehouse, at any Acquired Location or for the transaction of business or interaction among the Warehouse and Acquired Locations.

SCHEDULE 2.8(a)

Designated Ecommerce Assets

1. Contracts

1(a). Master Subscription and Services Agreement, and Client Services Statement of Work for Assessment and Site Readiness, dated February 28, 2013, by and between Demandware and Love Culture Inc. (software license)

1(b). License Subscription & Services Contract dated September 26, 2013, by and between Delivra and Love Culture Inc. (software license)

1(c). Services Agreement dated November 12, 2013 by and between Borderfree, LLC and Love Culture Inc. (software license)

2. FF&E

All office equipment, including desks, chairs, computers, cabinets, tables, racks, purchase processing terminals, remote connection hardware and other computer hardware primarily used by Seller in connection with its online commerce business and related assets, including, but not limited to, the domain name www.loveculture.com and the website and commercial and intellectual property rights associated with said domain name.

3. Intellectual Property

3(a). Trademarks:

Registered U.S. Trademarks

<u>Trademark</u>	<u>Registration Number</u>	<u>Registration Date</u>
LOVE CULTURE	3633316	06/02/2009
LOVE CULTURE	4536544	05/27/2014
LOVE CULTURE + design (splatter fleur-de-lis)	4536553	05/27/2014
LOVE CULTURE PLUS +	4510351	04/08/2014
BOUTIQUE CULTURE	4511761	04/08/2014

U.S. Trademark Applications Pending

<u>Trademark</u>	<u>Serial Number</u>	<u>Filing Date</u>
LOVE CULTURE + design (fleur-de-lis)	86045811	08/22/2013
[Fleur-de-lis design only]	86046409	08/23/2013
[Splatter fleur-de-lis design only]	86046678	08/23/2013



State of Rhode Island and Providence Plantations

A. Ralph Mollis

Secretary of State

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

I, A. RALPH MOLLIS, Secretary of State of the State of Rhode Island
and Providence Plantations, hereby certify that this document, duly
executed in accordance with the provisions of Title 7 of the General Laws
of Rhode Island, as amended, has been filed in this office on this day:

A. RALPH MOLLIS

Secretary of State

