

Assignment of Trademarks

WHEREAS, Assignor, High View Church Farm, Inc., a New Hampshire corporation d/b/a Jolly Farmer Products, has adopted, used, and is using the marks PARKIS MILLS, which has been given Registration No. 1,890,072 by the United States Patent and Trademark Office, and PGM, which has been given Registration No. 1,956,865 by the United States Patent and Trademark Office; and

WHEREAS, Assignee, Jolly Gardener Products, Inc., a Maryland corporation, is desirous of acquiring said marks and the registrations thereof; and

WHEREAS, Assignor represents and warrants that it has full right, power, and authority to enter into this Assignment and to perform all of its obligations hereunder. Assignor further represents and warrants that it has neither previously assigned the PARKIS MILLS or PGM trademarks nor has it granted any existing license to use the trademarks.

NOW, therefore, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor hereby assigns to Assignee all right, title and interest in and to the said trademarks, together with the goodwill of the business symbolized by the trademarks, and the above-identified registrations thereof.

This Assignment may be executed in counterparts, each of which shall be deemed an original and both of which when taken together, constitute one and the same instrument.

The Commissioner of Patents and Trademarks is requested to record this Assignment.

Executed this 12th day of May, 1998.

HIGH VIEW CHURCH FARM, INC., d/b/a
Jolly Farmer Products

By: Rob English
Name: Rob English
Title: V.P.

JOLLY GARDENER PRODUCTS, INC.

By: Brian T. Mahoney
Name: BRIAN T. MAHONEY
Title: VICE PRESIDENT

WCP6:33088/1

RECORDED: 05/29/1998

TRADEMARK
REEL: 1741 FRAME: 0435