

02-17-1999

HEET



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To the Honorable Commissioner of Pa.

attached original documents or copy thereof.

1. Name of conveying party(ies):  
 Alpine Plant Foods, Inc.  
 3185 Cline Road  
 Corydon, Indiana 47112

Individual(s)                       Association  
 General Partnership               Limited Partnership  
 Corporation-State - Indiana  
 Other \_\_\_\_\_

2. Name and address of receiving party(ies):  
 Name: Na-Churs Plant Food Company

Internal Address: \_\_\_\_\_  
 421 Leader Street

Street Address: \_\_\_\_\_

City: Marion State: OHIO ZIP: 43302

Additional name(s) of conveying party(ies) attached?  Yes  No

Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation-State Delaware  
 Other \_\_\_\_\_

3. Nature of conveyance:  
 Assignment                       Merger  
 Security Agreement               Change of Name  
 Other \_\_\_\_\_

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No

(Designations must be a separate document from Assignment)  
 Additional name(s) & address(es) attached?  Yes  No

Execution Date: December 31, 1998

4. Application number(s) or registration number(s):  
 A. Trademark Application No.(s)

B. Trademark registration No.(s)  
1,373,207; 1,475,547; 1,476,427; 1,658,766;  
2,074,142

Additional numbers attached?  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:  
 Name: Martin P. Michael, Esq.  
 Internal Address: Rubin Baum Levin Constant  
& Friedman

Street Address: 30 Rockefeller Plaza  
29th Floor

City: New York State: NY ZIP: 10112

6. Total number of applications and registrations involved: 5

7. Total fee (37 CFR 3.41) ..... \$ \$140.00  
 Enclosed  
 Authorized to be charged to deposit account

8. Deposit account number: \_\_\_\_\_

(Attach duplicate copy of this page if paying by deposit account)

RECEIVED  
 FEB 12 AM 10 55  
 ASSIGNEMENT BRANCH

02/17/1999 JSHABAZZ 00000005 1373207

DO NOT USE THIS SPACE

01 FC:481                      40.00 OP  
 02 FC:482                      100.00 OP

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Martin P. Michael, Esq.  
 Name of Person Signing

February 11, 1999  
 Date

Total number of pages including cover sheet, attachments, and document: 3

ASSIGNMENT OF TRADEMARK REGISTRATIONS

WHEREAS, Alpine Plant Foods, Inc., an Indiana corporation, 3185 Cline Road, Corydon, Indiana 47112 ("Assignor"), is desirous of transferring its entire right, title and interest in and to the trademarks which are identified in Schedule A annexed hereto and the United States trademark registrations thereof identified in Schedule A; and

WHEREAS, Na-Churs Plant Food Company, a Delaware corporation, 421 Leader Street, Marion, Ohio 43302 ("Assignee"), is desirous of acquiring said marks and the registrations and the good will associated therewith;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby assign unto Assignee, Assignor's entire right, title and interest in and to said marks, together with the good will of the business symbolized by said marks, and the registrations thereof identified in Schedule A.

Alpine Plant Foods, Inc.

Executed as of this 21 day of December, 1998

By: Charles R. Gwirtsman  
Name: Charles R. Gwirtsman  
Title: Executive Vice President

STATE OF New York )  
                                  :SS.:  
COUNTY OF New York

On this 21 day of December, 1998, before me came Charles R. Gwirtsman, the person who signed this instrument, who acknowledged that he signed it as a free act on behalf of said corporation with full authority to do so.

Helen M. Guelpa  
Notary Public

HELEN M. GUELPA  
Notary Public, State of New York  
No. 31-4514379  
Qualified in New York County  
Commission Expires April 30, 1999

**SCHEDULE A**

**TRADEMARK**

**REGISTRATION NO.**

AROUSE	1,373,207
EZ LAWN	1,475,547
FOLIGEN	1,476,427
LIQUI-K	1,658,766
ULTRA-GRO	2,074,142