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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY



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U.S. Patent & TMOfc/TM Mail Rcpt Dt. #47

To The Honorable Commissioner of Patents and Trademarks Please record the attached original documents or copy thereof.

<p>1. Name of conveying party(ies): Paygro Company, Inc. 11000 Huntington Road South Charleston, Ohio 45328</p> <p><input type="checkbox"/> Individual <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation of Ohio <input type="checkbox"/> Other _____</p> <p>Additional names of conveying party(ies) attached? <input type="checkbox"/> yes <input checked="" type="checkbox"/> no</p> <hr/> <p>3. Nature of Conveyance <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____</p> <p>Execution Date: <u>April 1, 1999</u></p>	<p>2. Name and address of receiving party(ies): Name: Garick Corporation</p> <p>Internal Address:</p> <p>Street Address: <u>13600 Broadway Avenue</u></p> <p>City <u>Cleveland</u> State <u>Ohio</u> Zip <u>44125</u></p> <p><input type="checkbox"/> Individual <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Other _____</p> <p>Additional name(s) & address(es) attached? <input type="checkbox"/> yes <input checked="" type="checkbox"/> no</p>
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4. Application number(s) or registration number(s): _____
 If this document is being filed together with a new application, the execution date of the application is _____.

A. Trademark Application No(s).	B. Trademark Registration No(s) - See Appendix A
1,696,371	801,166 806,859
2,128,141	958,340
2,031,963	1,048,794
1,083,051	885,267

Additional numbers attached? Yes No

<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Eileen T. Mathews Calfee, Halter & Griswold LLP 800 Superior Avenue - Suite 1400 Cleveland, Ohio 44114-2688</p>	<p>6. Total number of applications and registrations involved: <u>9</u></p> <p>7. Total fee (37 CVF 3.41): <u>\$240.00</u></p> <p><input checked="" type="checkbox"/> Enclosed <input type="checkbox"/> Applicant believes that there are no filing fees due at this time. <input checked="" type="checkbox"/> Authorization to charge the following: <input checked="" type="checkbox"/> Deficiencies or credit any over payment.</p> <p>8. Deposit account number: <u>03-0172</u> The Commissioner is hereby authorized to charge our deposit account for any deficiencies in the enclosed fees. (Attach duplicate copy of this page if paying by deposit account)</p>
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DO NOT USE THIS SPACE

9. Statement and signature
 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.

<u>Eileen T. Mathews</u> Name of Person Signing	<u>Eileen T. Mathews</u> Signature	<u>April 28, 1999</u> Date
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Total number of pages comprising cover sheet: _____

CERTIFICATE OF MAILING STAMP ON REVERSE SIDE

05/25/1999 DNGUYEN 00000095 1696371

01 FC:481 Void 40.00 OP

200.00 OP

TRADEMARK
REEL: 001903 FRAME: 0317

05/25/1999 DNGUYEN 00000095 1696371
40.00 OP
200.00 OP
01 FC:481
02 FC:482

ASSIGNMENT

Pursuant to the Asset Purchase Agreement dated August 17, 1998 between Garick Corporation and Paygro Company, Inc., and in consideration for promises and obligations recited therein, Paygro Company, Inc., an Ohio corporation, having a place of business at 11000 Huntington Road, South Charleston, Ohio 45328 ("Assignor") sells, assigns, and transfers to Garick Corporation, an Ohio corporation, having a place of business at 13600 Broadway Avenue, Cleveland, Ohio 44125 ("Assignee"), its successors, assigns or other legal representatives, the entire rights, title and interest of Assignor in and to the marks and applications therefor which are listed on Exhibit A attached hereto and incorporated herein by reference, together with the goodwill of the business symbolized or represented by such marks and applications.

Further, Assignor hereby simultaneously assigns to Assignee, its successors, assigns or other legal representatives, any and all claims for damages by reason of past and continuing infringement of such marks and registrations, and the right to sue for and collect the same for its own use and benefit and that of its successors, assigns or other legal representatives.

IN WITNESS WHEREOF, Assignor has executed this Assignment as of the date set forth below.

Paygro Company, Inc.

Date: 4-1-99

By: *Carl E. Kipp, Jr.*

Name: Carl E. Kipp, Jr.

Title: President

State of Ohio)
County of Clerk)

ss:

This 1st day of April, 1999, before me personally appeared Carl E. Kipp, Jr., President of Paygro Company, Inc., who executed the foregoing Assignment.

David B. Shuey

Notary Public

My commission

expires: 1-5-2003



DAVID B. SHUEY
NOTARY PUBLIC, STATE OF OHIO
My Commission Expires January 5, 2003

EXHIBIT A

UNITED STATES REGISTERED TRADEMARKS

<u>Trademark</u>	<u>Registration No.</u>
BLACK SATIN	1,696,371
WOODLAND GOLD	2,128,141
SIENNA GROVE	2,031,963
PAYGRO	1,083,051
PAYGRO	801,166
FARMER GREEN	958,340
FOREST FLOOR and Design	1,048,794
NUGGETS	885,267
TURF-TRED and Design	806,859