

06-09-1999



FORM PTO-1594
1-31-92

101057351

REGISTRATION FORM COVER SHEET
TRADEMARKS ONLY

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U.S. DEPARTMENT OF COMMERCE
PATENT AND TRADEMARK OFFICE

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

1. Name of conveying party(ies):
PROVEN WINNERS

5-28-99

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State
 Other California Joint Venture

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

3. Nature of Conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: May 24, 1999

2. Name and address of receiving party(ies):
PROVEN WINNERS NORTH AMERICA, L.L.C.
426 West Second Street
Rochester, Michigan 78307

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State _____
 Other Michigan Limited Liability Company

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

(Designation must be separate document from Assignment)

Additional name(s) & address(es) attached? Yes No

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)
74/588,425

B. Trademark No.(s)

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

James W. McClain
BROWN, MARTIN, HALLER & McCLAIN
1660 Union Street
San Diego, California 92101

6. Total number of application and trademarks involved: 1

7. Total fee (37 CFR 3.41): \$ 40.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: N/A
(Attach duplicate copy of this page if paying by deposit account)

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.

James W. McClain
Name of Person Signing

May 25, 1999
Date

Total number of pages comprising cover sheet: 2

OMB No. 0651-0011 (exp. 4/94)

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Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

06/08/1999 NTHRI1 00000151 74588425

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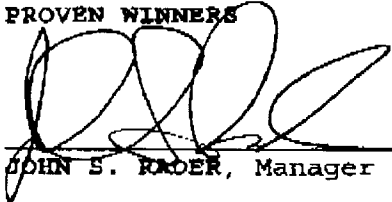
ASSIGNMENT

WHEREAS, **PROVEN WINNERS**, a California joint venture, comprised of Four Star Greenhouse, Inc., a Michigan corporation; EuroAmerican Propagators, Inc., a California corporation; Weidner's Gardens, Inc., a California corporation, and Pleasant View Gardens, a New Hampshire corporation, having a principal place of business at 695 Normandy, Encinitas, California 92024, has adopted, used and is using the mark for which an application to register has been filed in the U.S. Patent and Trademark Office, as shown in ATTACHMENT A attached hereto;

WHEREAS, **PROVEN WINNERS NORTH AMERICA, L.L.C.**, a limited liability company organized in Michigan having a principal place of business at 426 West Second Street, Rochester, Michigan 78307, is desirous of acquiring said mark and the application for registration therefor.

NOW, THEREFORE, in consideration of and in exchange for the sum of One Dollar (\$1.00) and other good and valuable consideration, receipt of which is hereby acknowledged, **PROVEN WINNERS** hereby assigns, transfers and sets over unto **PROVEN WINNERS NORTH AMERICA, L.L.C.** all right, title and interest in and to said mark, together with the goodwill of the business in connection with which the mark is used.

PROVEN WINNERS



JOHN S. PROER, Manager

Dated: May 24, 1999

ATTACHMENT A

BUTTERFLY

Application No. 74/580,425
Filed October 7, 1994

{ASNWPROV99.E24}

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