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Form PTO-1594 (Rev. 6-93) OMB No. 0651-0011 (exp. 4/94)

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09-28-2000



SHEET 1 U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office

To the Director of the United States Pa

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attached original documents or copy thereof.

1. Name of conveying party(ies): SPITTLE ENTERPRISES, INC. Individual(s) Association General Partnership Limited Partnership X Corporation-State (North Carolina) Other Additional name(s) of conveying party(ies) attached? Yes X No

2. Name and address of receiving party(ies) Name: TERRA-MULCH PRODUCTS, L.L.C. Internal Address: Street Address: 750 Lake Cook Road City: Buffalo Grove State: IL ZIP: 60089 Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State X Other Limited Liability Company (Delaware) 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

3. Nature of conveyance: X Assignment Merger Security Agreement Change of Name Other Execution Date: September 13, 2000

4. Application number(s) or registration number(s): A. Trademark Application No.(s) 75/496,850 75/548,488 75/548,486 75/548,490 75/548,487 75/548,491 Additional numbers attached? Yes X No

B. Trademark Registration No.(s) 2,268,869 2,268,870

5. Name and address of party to whom correspondence concerning document should be mailed: Name: George R. Mosher Internal Address: Brooks & Kushman P.C. Street Address: 1000 Town Center 22nd Floor City: Southfield State: MI Zip: 48075

6. Total number of applications and registrations involved: 8 7. Total fee (37 CFR 3.41) \$ 215.00 X Enclosed Authorized to be charged to Deposit Account 8. Deposit Account number: (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. George R. Mosher Name of Person Signing Signature September 15, 2000 Date

Total number of pages including cover sheet, attachments, and document: 4

000000457549850 40.00 DP 176.00 DE 09/28/2000 01 FC:481 02 FC:482

ASSIGNMENT OF TRADEMARKS

WHEREAS, SPITTLE ENTERPRISES, INC., a North Carolina corporation with its principal place of business at 18912 Peninsula Point Drive, Cornelius, North Carolina 28031 ("Assignor"), is the owner of the trademark applications and registrations listed on the attached Schedule A.

WHEREAS, TERRA-MULCH PRODUCTS, L.L.C., a Delaware Limited Liability Company with a principal place of business at 750 Lake Cook Road, Buffalo Grove, Illinois 60089 ("Assignee"), is desirous of acquiring said trademark applications and registrations, and is the successor to the business of the Assignor to which the marks pertain, and that the business is ongoing and existing.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, said Assignor does hereby assign unto the said 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 applications and registrations thereof.

SPITTLE ENTERPRISES, INC.

Dated: 9-13-00

By: [Signature]
Kevin Spittle
President

STATE OF Illinois)
) ss.
COUNTY OF Lake)

On this 13th day of September, 2000, personally appeared before me Kevin Spittle, the person who signed this instrument, and who acknowledged that he is authorized to sign on behalf of the Assignor, and he signed it on behalf of Assignor for the uses and purposes therein mentioned.

[Signature]
Notary Public



SCHEDULE A

REGISTERED U.S. TRADEMARKS			
Trademark	Owner	Reg. No.	Reg. Date
TERRA-MULCH	Spittle Enterprises, Inc.	2,268,869	08/10/99
TERRA-MULCH AND DESIGN	Spittle Enterprises, Inc.	2,268,870	08/10/99

PENDING U.S. TRADEMARK APPLICATIONS			
Trademark	Owner	Appl. No.	Appl. Date
JUTE-CEL	Spittle Enterprises, Inc.	75/496,850	06/05/98
POLY-COVER	Spittle Enterprises, Inc.	75/548,486	09/04/98
SOIL-BLANKET	Spittle Enterprises, Inc.	75/548,487	09/04/98
POLY-BLANKET	Spittle Enterprises, Inc.	75/548,488	09/04/98
TERRA-BLANKET	Spittle Enterprises, Inc.	75/548,490	09/04/98
EARTH BLANKET	Spittle Enterprises, Inc.	75/548,491	09/04/98