

12-05-2001

Form PTO-1594
(Rev. 03/01)
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U.S. DEPARTMENT OF COMMERCE
U.S. 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):

Spring Hill Nurseries Company

11-101

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation-State Ohio
- Other _____

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

3. Nature of conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other _____

Execution Date: October 26, 2001

2. Name and address of receiving party(ies)

Name: Scarlet Tanager Holdings I LLC

Internal
Address: c/o Niles Kinerk

Street Address: 7602 Hyland Lane

City: Guilford State: Indiana Zip: 47022

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State _____

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

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 2138450, 2209529, 2041410, 1772348, 1755882, 2043668

Additional number(s) attached Yes No

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

Name: Candace Lynn Bell, Esq.

Internal Address: Kavinoky & Cook, LLP

Street Address: 120 Delaware Avenue

City: Buffalo State: New York Zip: 14202

6. Total number of applications and registrations involved:

6

7. Total fee (37 CFR 3.41).....\$ 165.00

- Enclosed
- Authorized to be charged to deposit account for underpayment

8. Deposit account number:

50-1024

(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.

Candace Lynn Bell, Esq.

Name of Person Signing

Signature

November 1, 2001

Date

Total number of pages including cover sheet, attachments, and document: 5

12/04/2001 DBTRNE

00000065 2138450

40.00 OP
125.00 OP

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

01 FC:481
02 FC:482

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TRADEMARK
REEL: 002402 FRAME: 0719

SPRING HILL NURSERIES COMPANY

(LOT H)

ASSIGNMENT OF TRADEMARKS/SERVICE MARKS

Whereas Spring Hill Nurseries Company, an Ohio Corporation with offices at 1950 Waldorf N.W., Grand Rapids, Michigan 49950, Attention: Lawrence M. Adelman, has adopted and used the trademarks and/or service marks described as the "Marks" on Schedule A attached hereto; some of which Marks may be the subject of pending applications with the United States Patent and Trademark Office, some of which Marks may be the subject of registrations with the United States Patent and Trademark Office, some of which Marks may be the subject of pending applications with foreign trademark offices and some of which Marks may be the subject of registrations with foreign trademark offices, as more specifically described on Schedule A, and

Whereas Scarlet Tanager Holdings I LLC, a Delaware Limited Liability Company with a mailing address of 7602 Hyland Lane, Guilford, Indiana 47022, c/o Mr. Niles Kinerk, is desirous of acquiring said Marks and the goodwill associated therewith.

Now, therefore, for good and valuable consideration, receipt and sufficiency of which is hereby acknowledged, Spring Hill Nurseries Company does hereby fully assign, transfer, and release unto Scarlet Tanager Holdings I LLC all of its right, title, and interest in and to the said Marks, including, but not limited to, all of its right, title and interest in and to any pending applications and the registrations for such Marks, together with the goodwill of the business symbolized by the Marks.

Spring Hill Nurseries Company further assigns, transfers, and releases to Scarlet Tanager I Holdings LLC any and all claims for damages by reason of past, present, or future continuing infringement of said Marks, 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.

As of:

Date: October 26, 2001

Spring Hill Nurseries Company

By:



Lawrence M. Adelman, President

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**TRADEMARK
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SCHEDULE A

(LOT H)

OWNER: Spring Hill Nurseries Company
Ohio Corporation

MARK	STATUS	REG NUMBER	REG DATE	SERIAL NUMBER	FILE DATE	COUNTRY
PERENNIAL ADVANTAGE with design	REG	2138450	02/24/1998	75/183616	10/18/1996	USA
NARCIS-VAN- HET-JAAR	REG	2209529	12/08/1998	75/181537	10/15/1996	USA
GARDEN CORNUCOPIA	REG	2041410	02/25/1997	74/735131	09/28/1995	USA
SPRING HILL'S GARDENING NEWS	REG	1772348	05/18/1993	74/248280	02/21/1992	USA
SPRING HILL NURSERIES STEP-BY- STEP GARDENS with design	REG	1755882	03/02/1993	74/231033	12/16/1991	USA
SPRING HILL NURSERIES STEP-BY- STEP with design	REG	2043668	03/11/1997	75/096081	04/29/1996	USA

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RECORDED: 11/01/2001

TRADEMARK
REEL: 002402 FRAME: 0722