

08-13-2002



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Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings

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): Sun Gro Horticulture Inc.

8-9-02

- Individual(s) Association General Partnership Limited Partnership Corporation-State 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:

2. Name and address of receiving party(ies)

Name: Sun Gro Horticulture Canada Ltd.

Internal Address:

Street Address: 52130 RR 65, Selba Beach

City: Ontario State: Zip: T0E 2B0

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Other Federally registered Canadian corp

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) See attached

B. Trademark Registration No.(s) See attached

Additional number(s) attached Yes No

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

Name: Scott Warner

Internal Address:

Street Address: Garvey, Schubert & Barer

1191 Second Ave., 18th Floor

City: Seattle State: WA Zip: 98101

6. Total number of applications and registrations involved: 17

7. Total fee (37 CFR 3.41) \$ 440.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

Julene Delo Name of Person Signing

Signature

6/13/02 Date

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

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

08/13/2002 AAHMED1 00000061 1970937

01 FC:481 40.00 OP 02 FC:482 400.00 OP

EXHIBIT A
US TRADEMARKS

Trademark	Registration Number
BIG SHOT	1,970,937
FAIRWAY	706,178
FAIRWAY PEAT MOSS SPHAGNUM and Design	2,471,143
GROWER'S GOLD	2,299,193
LAKELAND	2,161,859
NATURE'S	2,299,184
PARKLAND	1,587,037
POTTING MIX PLUS and Design	1,274,690
STRONG GRO	1,322,817
STRONG LITE and Design	1,185,761
SUN GRO	2,079,508
SUNSHINE	1,663,086
SUNSHINE	802,028
SUNSHINE GARDEN CLUB	2,329,242
TECHNIGRO	1,776,947
WESTERN	803,669

Trademark	Application Number
ALBERTA ROSE	76/366,523

1970937

IN THE U.S. PATENT AND TRADEMARK OFFICE

DESIGNATION OF DOMESTIC
REPRESENTATIVE

Sun Gro Horticulture Canada Ltd.
52130 RR 65
Selba Beach, Ontario
T0E 2B0 Canada

TO THE COMMISSIONER OF PATENTS AND TRADEMARKS:

Sir:

GARVEY, SCHUBERT & BARER, whose postal address is Eighteenth Floor, 1191 Second Avenue, Seattle, Washington 98101, is hereby designated applicant/registrant's representative upon whom notice or process in proceedings affecting the marks owned by Sun Gro Horticulture Canada Ltd. may be served. A list of said marks is attached to this Designation of Domestic Representative as Exhibit A.

DATED this 14 day of June, 2002.

Sun Gro Horticulture Canada Ltd.



By Brad Wiens
Its Vice President, Finance; Chief Financial Officer
and Secretary

TRADEMARK ASSIGNMENT

WHEREAS, SUN GRO HORTICULTURE, INC., a Nevada corporation with a place of business at 15831 NE Eighth Street, Suite 100, Bellevue, Washington 98008 U.S.A. ("Assignor"), owns all right, title and interest in the trademarks and U.S. trademark applications and registrations set forth on Exhibit A, attached hereto and incorporated herein by this reference (collectively, the "Trademarks"), including, but not limited to, all common law rights, trade name rights and the right to sue and recover for the past infringement thereof; and

WHEREAS, SUN GRO HORTICULTURE CANADA LTD, a Canadian corporation with a place of business 52130 RR65 Seba Beach, ALBERTA T0E 2B0, Canada ("Assignee") desires to acquire all rights, title and interest in and to the Trademarks;

NOW, THEREFORE, in consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby assigns to Assignee all rights, title and interest in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks, and all causes of action for the past infringement thereof.

SUN GRO HORTICULTURE, INC.

By 

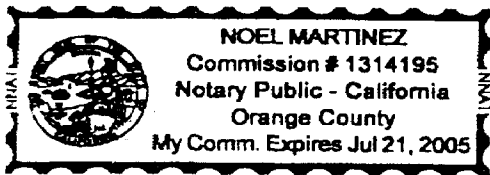
Claudia M. Pieropan, Chief Financial Officer,
Secretary and Treasurer

Date: May 21, 2002

STATE OF CALIFORNIA)
) ss:
COUNTY OF ORANGE)

On this, 21 day of May, 2002, before me personally appeared Claudia M. Pieropan, to me known to be the Chief Financial Officer, Secretary and Treasurer of the corporation that executed the within and foregoing instrument, and acknowledged said instrument to be the free and voluntary act and deed of said corporation, for the uses and purposes therein mentioned, and on oath stated that she was authorized to execute said instrument on behalf of said corporation.

IN WITNESS WHEREOF, I hereunto set my hand and affixed my official seal the day and year first above written.



Name of Notary: *Noel Martinez*
Notary Public *Noel Martinez*
Commission Expires: *July 21, 2005*

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