

01-30-2004

2004

Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings



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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): 1-15-04 Scarlet Tanager LLC f/k/a Scarlet Tanager Holdings III LLC

- Individual(s) Association General Partnership Limited Partnership Corporation-State Delaware Other Limited Liability Company

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: March 22, 2002

2. Name and address of receiving party(ies) Name: Spring Hill Nurseries LLC f/k/a Scarlet Tanager Holdings I LLC Internal Address: 7602 Hyland Lane

Street Address: City: Guilford State: Indiana Zip: 47022

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

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) 1,755,882

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: cbell@kavinokycook.com

Street Address: 120 Delaware Avenue Suite 600

City: Buffalo State: New York Zip: 14202

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41) \$ 40.00

- Enclosed Authorized to be charged to deposit account

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 Name of Person Signing

Signature

January 14, 2004 Date

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

01/29/2004 REGISTRATION 00000041 1755882

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

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40.00 DP

TRADEMARK REEL: 002905 FRAME: 0803

**SCARLET Tanager LLC f/k/a
SCARLET Tanager HOLDINGS III LLC
ASSIGNMENT OF TRADEMARKS/SERVICE MARKS**

Whereas Scarlet Tanager LLC f/k/a Scarlet Tanager Holdings III LLC, a Delaware Limited Liability Company with offices at 7602 Hyland Lane, Guilford, Indiana 47022, 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, some of which Marks may be the subject of registrations with foreign trademark offices, and some of which Marks may be the subject of domain name registrations, as more specifically described on Schedule A, and

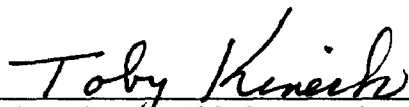
Whereas Spring Hill Nurseries LLC, f/k/a Scarlet Tanager Holdings I LLC, a Delaware Limited Liability Company with a mailing address of 7602 Hyland Land, Guilford, Indiana 47022, is desirous of acquiring said Marks and the goodwill associated therewith.

Now, therefore, for good and valuable consideration, receipt and sufficiency of which is hereby acknowledged, Scarlet Tanager LLC f/k/a Scarlet Tanager Holdings III LLC, does hereby fully assign, transfer and release unto Spring Hill Nurseries LLC, f/k/a 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 registrations for such Marks, together with the goodwill of the business symbolized by the Marks.

Scarlet Tanager LLC, f/k/a Scarlet Tanager Holdings III LLC, further assigns, transfers, and releases to Spring Hill Nurseries LLC, f/k/a Scarlet Tanager Holdings I 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.

Dated: As of March 22, 2002

Scarlet Tanager LLC f/k/a
Scarlet Tanager Holdings III LLC

By: 
Toby Kineck, Chief Executive Officer