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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):
Kent Marine, Inc. and Wall Jackson Kent

- [x] Individual(s)
- [ ] Association
- [ ] General Partnership
- [ ] Limited Partnership
- [x] Corporation-State
- [ ] Other

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

2. Name and address of receiving party(ies)
Name: Central Garden & Pet Company
Internal Address:
Street Address: 3697 Mt. Diablo Bl., Suite 300
City: Lafayette State: CA Zip: 94549

- [ ] Individual(s) citizenship
- [ ] Association
- [ ] General Partnership
- [ ] Limited Partnership
- [x] Corporation-State Delaware
- [ ] Other

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: 1/8/04

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 2,218,321
2,692,612 2,710,834 1,872,146

Additional number(s) attached [ ] Yes [x] No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Stuart Booth, CFO
Internal Address: Central Garden & Pet Company
Street Address: 3697 Mt. Diablo Bl., Suite 300
City: Lafayette State: CA Zip: 94549

6. Total number of applications and registrations involved: 4

7. Total fee (37 CFR 3.41).....$ 115.00

- [x] Enclosed
- [ ] Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

MICHAEL A. REED
Name of Person Signing

Michael A. Reed
Signature

01/08/04
Date

Total number of pages including cover sheet, attachments, and document: 3

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

02/03/2004 MGETACHE 00000105 2218321
01 FC:8521 40.00 DP
02 FC:8522 75.00 DP

TRADEMARK ASSIGNMENT

This Trademark Assignment (this "Assignment") is made by Kent Marine, Inc., a Georgia corporation, and Wall Jackson Kent, an individual (each, individually, a "Seller" and, collectively, "Sellers"), to Central Garden & Pet Company, a Delaware corporation ("Purchaser").

Each Seller desires to assign to Purchaser all right, title and interest in and to the trademarks and/or service marks (the "Marks") set forth in Exhibit A, attached to this Assignment, that such Seller may have, together with all of the goodwill of the business pertaining thereto.

Now therefore, for good and valuable consideration, receipt and sufficiency of which is hereby acknowledged, each Seller does hereby assign, transfer, grant, sell, and otherwise convey to Purchaser, its successors and assigns all right, title, and interest in and to the Marks that such Seller may have, together with the good will of the business symbolized by the Marks.

IN WITNESS WHEREOF, the parties have caused their duly authorized representatives to execute this Assignment of Trademarks as of the date last below set forth.

Dated: 1/8/2004

KENT MARINE, INC.

By: Wall J. Kent
Name: WALL J. KENT
Title: PRESIDENT

Dated: 1/8/2004

Wall Jackson Kent
Wall Jackson Kent

Dated: 01/08/04

CENTRAL GARDEN & PET COMPANY

By: Michael A. Reed
Name: MICHAEL A. REED
Title: VICE PRESIDENT

DOCSSF1:723131.1
6257-91 CJD

EXHIBIT A

Trademark	Registration Number	Registration Date
KENT MARINE	1,872,146	October 18, 1994
CANOPY SCIENTIFIC	2,710,834	April 29, 2003
NAUTILUS	2,692,612	March 4, 2003
U.S. AQUAGARDEN	2,218,321	January 19, 1999