

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Release of Collateral Assignment and Security Interest (Trademarks)		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
JP Morgan Chase Bank, N.A.	FORMERLY The Chase Manhattan Bank	05/31/2005	National Banking Association: UNITED STATES
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Shemin Nurseries, Inc.		
<b>Street Address:</b>	42 Old Ridgebury Road		
<b>City:</b>	Danbury		
<b>State/Country:</b>	CONNECTICUT		
<b>Postal Code:</b>	06810		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 3</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	1306272		
Registration Number:	1260303		
Registration Number:	1307902		
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(404)572-5149		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	404.572.2611		
<b>Email:</b>	vfitzpatrick@kslaw.com		
<b>Correspondent Name:</b>	King & Spalding LLP		
<b>Address Line 1:</b>	191 Peachtree Street		
<b>Address Line 2:</b>	c/o Vandy F. Fitzpatrick		
<b>Address Line 4:</b>	Atlanta, GEORGIA 30303		
<b>NAME OF SUBMITTER:</b>	Vandy F. Fitzpatrick		
<b>Signature:</b>	/s/ Vandy F. Fitzpatrick		

CH \$90.00 1306272

Date:

05/31/2005

**Total Attachments: 4**

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RELEASE OF COLLATERAL ASSIGNMENT AND SECURITY INTEREST  
(TRADEMARKS)

FOR VALUE RECEIVED, the undersigned, JPMORGAN CHASE BANK, N.A. (formerly known as The Chase Manhattan Bank), a national banking association (the "Secured Party"), does hereby release any security interest or collateral assignment granted to it by SHEMIN NURSERIES, INC., a Delaware corporation (the "Grantor"), pursuant to that certain Security Agreement, dated as of January 28, 2000, between the Secured Party and Grantor or otherwise, WITHOUT ANY REPRESENTATION OR WARRANTY OF TITLE AND WITHOUT RECOURSE, in Grantor's right, title and interest, in, to and under (i) the trademarks listed on Exhibit A hereto (collectively, the "Trademarks"), (ii) all renewals thereof, (iii) all income, royalties, damages and payments now and hereafter due and/or payable under and with respect thereto, including without limitation, damages and payments for past or future infringements thereof, (iv) the right to sue for past, present and future infringements thereof, and (v) all rights corresponding thereto throughout the world, which Security Agreement was filed in the United States Patent & Trademark Office on or about February 2, 2000 and recorded in such office on Reel 2024 Frame 0837.

IN WITNESS WHEREOF, the Secured Party has caused this Release of Collateral Assignment and Security Interest (Trademarks) to be executed under seal by one of its duly authorized officers on this 31st day of May, 2005.

[SIGNATURE PAGE FOLLOWS]

**JPMORGAN CHASE BANK, N.A.** (formerly  
known as The Chase Manhattan Bank):

By: *Kathryn A. Duncan*  
Name: **KATHRYN A. DUNCAN**  
Title: **VICE PRESIDENT**

**[SIGNATURE PAGE TO RELEASE OF COLLATERAL ASSIGNMENT  
AND SECURITY INTEREST (TRADEMARKS)]**

**ACKNOWLEDGMENT OF GRANTOR**

STATE OF New York )

) ss.

COUNTY OF New York )

On this 25<sup>th</sup> day of May, 2005 before me personally appeared Kathryn A. Duncan proved to me on the basis of satisfactory evidence to be the person who executed the foregoing instrument on behalf of JPMORGAN CHASE BANK, N.A. (formerly known as The Chase Manhattan Bank), who being by me duly sworn did depose and say that he is an authorized officer of said corporation, that the said instrument was signed on behalf of said corporation as authorized by its Board of Directors and that he acknowledged said instrument to be the free act and deed of said corporation.

Elisa V. Griffith  
Notary Public

ELSA V. GRIFFITH  
Notary Public, State of New York  
No. 01GR4838119  
Qualified in Kings County  
Commission Expires March 30, 2007

{seal}

Exhibit A

Trademarks

<b>Trademark</b>	<b>Registration Number</b>	<b>Registration Date</b>
Shemin Design Mark	1306272	November 20, 1984
Shemin Design Mark	1260303	December 6, 1983
Shemin Design Mark	1307902	December 4, 1984