05-25-2005

103009704

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

TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

Tab settings

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

RAYOVAC CORPORATION

☐ Individual(s) ☐ Association
☐ General Partnership ☐ Limited Partnership
☒ Corporation-State
☐ Other

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

2. Name and Address of receiving party(ies)

Name: Bank of America, N.A.

Internal Address:

Street Address: 100 North Tryon Street

City: State: NC Zip: 28255

☐ Individual(s) citizenship
☐ Association
☐ General Partnership
☐ Limited Partnership
☐ Corporation-State:
☒ Other National Association

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:

☐ Assignment ☐ Merger
☒ Security Agreement ☐ Change of Name
☐ Other

Execution Date: February 7, 2005

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

05 MAY 23 AM 7:31
OPR/FINANCE

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

Name: Intellectual Property Docketing

Internal Address: SHEARMAN & STERLING LLP

Street Address: 599 Lexington Avenue

City: New York State: NY Zip: 10022

6. Total number of applications and registrations involved: 421

7. Total fee (37 CFR 3.41)..... $ 10,540.00

☒ Enclosed

☒ Authorized to be charged to deposit account

8. If check is missing or otherwise insufficient, charge deposit account number:

50-0324

(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.

Alexander M. Kim		May 18, 2005
Name of Person Signing	Signature	Date

Total number of pages including cover sheet, attachments, and document: 42

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

05/24/2005 GTON11 00000171 78468735

01 FC:8521 40.00 OP
02 FC:8522 10500.00 OP

NYDOCS04/430254.1

Continuation of Trademark Recordation Form Cover Sheet

Continuation of Box 1:

2. Name of conveying party(ies): JUNGLETALK INTERNATIONAL, INC. ☐ Individual(s) ☐ Association ☐ General Partnership ☐ Limited Partnership ☒ Corporation-State	3. Name of conveying party(ies): ROVCAL, INC. ☐ Individual(s) ☐ Association ☐ General Partnership ☐ Limited Partnership ☒ Corporation-State
4. Name of conveying party(ies): ROV HOLDING, INC. ☐ Individual(s) ☐ Association ☐ General Partnership ☐ Limited Partnership ☒ Corporation-State	5. Name of conveying party(ies): UNITED INDUSTRIES CORPORATION ☐ Individual(s) ☐ Association ☐ General Partnership ☐ Limited Partnership ☒ Corporation-State
6. Name of conveying party(ies): NU-GRO AMERICA CORP. ☐ Individual(s) ☐ Association ☐ General Partnership ☐ Limited Partnership ☒ Corporation-State	7. Name of conveying party(ies): NU-GRO US HOLDCO CORP. ☐ Individual(s) ☐ Association ☐ General Partnership ☐ Limited Partnership ☒ Corporation-State
8. Name of conveying party(ies): SCHULTZ COMPANY ☐ Individual(s) ☐ Association ☐ General Partnership ☐ Limited Partnership ☒ Corporation-State	9. Name of conveying party(ies): SYLORR PLANT CORP. ☐ Individual(s) ☐ Association ☐ General Partnership ☐ Limited Partnership ☒ Corporation-State
10. Name of conveying party(ies): WPC BRANDS, INC. ☐ Individual(s) ☐ Association ☐ General Partnership ☐ Limited Partnership ☒ Corporation-State	11. Name of conveying party(ies): UNITED PET GROUP, INC. ☐ Individual(s) ☐ Association ☐ General Partnership ☐ Limited Partnership ☒ Corporation-State
12. Name of conveying party(ies): NITROGEN INC. ☐ Individual(s) ☐ Association ☐ General Partnership ☐ Limited Partnership ☒ Corporation-State	13. Name of conveying party(ies): NU-GRO TECHNOLOGIES, INC. ☐ Individual(s) ☐ Association ☐ General Partnership ☐ Limited Partnership ☒ Corporation-State

14. Name of conveying party(ies): GROUND ZERO, INC. ☐ Individual(s) ☐ Association ☐ General Partnership ☐ Limited Partnership ☒ Corporation-State	15. Name of conveying party(ies): ONLINE, LLC ☐ Individual(s) ☐ Association ☐ General Partnership ☐ Limited Partnership ☒ Corporation-State ☐ Other Limited Liability Company
16. Name of conveying party(ies): PETS 'N PEOPLE, INC. ☐ Individual(s) ☐ Association ☐ General Partnership ☐ Limited Partnership ☒ Corporation-State	17. Name of conveying party(ies): AQ HOLDINGS, INC. ☐ Individual(s) ☐ Association ☐ General Partnership ☐ Limited Partnership ☒ Corporation-State
18. Name of conveying party(ies): SOUTHERN CALIFORNIA FOAM, INC. ☐ Individual(s) ☐ Association ☐ General Partnership ☐ Limited Partnership ☒ Corporation-State	19. Name of conveying party(ies): AQUARIA, INC. ☐ Individual(s) ☐ Association ☐ General Partnership ☐ Limited Partnership ☒ Corporation-State
20. Name of conveying party(ies): PERFECTO HOLDING CORP. ☐ Individual(s) ☐ Association ☐ General Partnership ☐ Limited Partnership ☒ Corporation-State	21. Name of conveying party(ies): AQUARIUM SYSTEMS, INC. ☐ Individual(s) ☐ Association ☐ General Partnership ☐ Limited Partnership ☒ Corporation-State
22. Name of conveying party(ies): PERFECTO MANUFACTURING, INC. ☐ Individual(s) ☐ Association ☐ General Partnership ☐ Limited Partnership ☒ Corporation-State	23. Name of conveying party(ies): ☐ Individual(s) ☐ Association ☐ General Partnership ☐ Limited Partnership ☒ Corporation-State

Continuation of Box 4:

Application Numbers

78/468,735	76/153,503	75/750,682	76,508,398	76,405,039	76/411,009
78/554,113	76/464,483	76/433,611	76,249,033	78,446,137	78/266,727
78/546,907	76/270,578	76/288,348	76,469,664	78,446,146	78/155,727
76/310,734	76/529,915	76/520,142	76,451,781	78,446,163	78/266,726
76/451,736	76/498,083	76/498,729	78,351,296	78,446,248	78/210,612
76/215,274	76/451,798	78/324,124	76,312,473	76/539,244	76/384,481

78/330,533	76/357,882	76/310,622	76,504,189	78/335,698	78/258,480
78/330,537	76/305,673	76/264,623	76,305,669	78/207,148	78/406551
76/256,750	75/607,244	76/560,345	76/451,735	78/205,844	78/430489
76/264,610	76/259,878	76/214,448	76/380,954	78/133,337	78/402/825
76/560,343	76/451,733	76/469,556	76/547,609	78/139,617	78/390,378
76/560,344	76/250,183	75/829,261	75/829,745	78/139,614	78/387,417
75/407,696	76/406,697	76/061,928	76/364,199	76/523,194	78/390,385
76/279,796	76/294,129	76/256,751	76/275,879	76/523,190	78/390,382
76/366,457	76/087,231	76/214,449	76,290,907		

Registration Numbers

2,263,632	1,731,971	977,977	2,092,516	2,012,599	2,754,278
2,329,399	1,848,837	2,233,079	834,949	608,466	2,407,318
2,248,315	1,508,732	835,686	1,944,710	2,036,038	2,363,092
1,373,194	1,457,144	1,123,884	1,960,689	1,874,089	2,396,284
1,373,198	1,739,259	2,279,215	1,726,983	1,392,092	2,825,970
1,808,647	1,679,773	445,813	2,311,601	2,360,442	2,088,320
1,878,371	2,384,747	1,232,391	2,406,222	2,628,064	2,665,859
2,148,027	2,384,748	1,796,668	2,513,345	2,805,252	2,682,717
1,974,044	2,386,991	1,795,905	2,410,628	2,789,249	2,789,505
1,933,777	2,384,750	2,715,044	2,406,243	2,632,649	2,671,497
2,486,382	2,386,995	2,229,251	2,319,918	2,586,260	2,396,286
2,576,615	2,384,749	2,110,922	1,539,907	2,791,077	2,626,844
2,435,703	2,384,746	2,691,729	842,707	2,727,180	1,675,850
2,560,460	830,067	2,482,690	1,941,511	1,999,911	2,730,520
2,364,953	2,657,947	557,330	2,357,977	1,806,871	2,778,491
1,781,992	2,726,070	2,549,445	2,816,329	2,484,224	1,442,060
1,935,772	2,799,028	2,569,648	2,044,782	2,443,765	1,673,431
1,757,957	2,097,756	2,600,322	2,364,995	2,484,223	2,355,204
1,792,340	1,514,215	1,285,753	801,170	2,672,310	1,088,687
1,203,346	1,730,497	2,131,625	2,818,289	2,200,192	2,128,513
1,145,046	2,263,631	2,674,595	2,364,955	2,672,311	2,120,974
674,054	2.637,753	862,985	1,426,130	2,734,748	2,380,857
1,545,942	1,455,964	1,400,888	1,951,080	1,625,566	2,038,550
1,471,840	397,683	1,855,058	766,154	1,806,871	2,049,725
1,548,755	400,948	773,054	525,504	2,290,582	1,888,518
1,425,404	1,909,098	1,604,320	822,216	2,375,221	1,684,942
2,640,241	2,412,440	1,114,763	186,125	1,958,944	2,103,390
2,241,273	879,341	664,891	2,230,960	2,371,128	2,603,613
1,919,128	766,977	1,304,635	2,266,583	2,171,266	2,276,037
1,657,901	1,682,555	2,747,030	2,163,609	2,120,740	2,086,001
597,254	2,786,855	2,298,646	1,196,097	2,013,208	1,904,543
2,270,338	758,018	2,258,003	2,148,032	2,365,469	1,915,827
1,270,432	1,058,205	2,815,651	2,079,948	2,324,501	1,921,945
1,287,510	921,385	847,806	1,865,158	2,326,616	1,784,740
2,400,196	2,255,804	782,658	760,440	2,192,420	2,135,892
1,530,509	2,566,259	1,433,468	2,097,731	2,512,913	1,956,224

2,090,411	70,947	716,317	2,857,469	2,040,662	1,459,140
2,513,498	2,034,176	2,555,710	1,136,587	2,329,525	1,836,249
838,194	1,427,065	1,033,581	1,136,586	2,040,519	1,433,726
805,811	2,509,454	2,109,856	2,841,439	2,016,996	1,974,941
2,502,381	1,403,613	2,298,941	1,198,844	2,388,975	1,432,832
2,405,203	2,513,317	2,566,698	1,067,855	2,177,253	1,675,060
1,058,884	2,040,980	1,044,608	2,858,469	1,979,501	1,413,934
1,908,054	2,453,563	1,730,436	2,007,008	2,202,992	1,110,319
2,364,954	2,604,863	2,631,594	1,902,337	2,202,971	1,948,571
2,747,031	1,508,729	2,769,766	1,528,528	2,199,160	1,886,021
1,341,985	2,070,870	834,914	1,010,205	1,958,945	1,687,560
2,029,200	2,474,053	2,304,658	2,181,717	2,120,740	853,463
2,503,306	2,404,259	686,131	2,010,909	2,824,967	2,084,031
1,381,951	1,165,584	807,450	1,838,548	2,259,601	2,125,982
2,372,023	2,432,006	808,600	1,838,547	2,163,136	1,818,660
1,325,377	2,636,140	2,767,489	1,482,983	1,450,698	1,569,019
1,842,263	768,071	2,767,661	1,008,287	2,450,146	1,549,044
1,373,199	2,285,056	1,428,022	1,017,263	2,396,285	2,161,204
2,463,134	1,368,478	2,818,236	628,413	1,675,044	2,120,974
2,468,716					

NO ADDITIONAL PAGES

INTELLECTUAL PROPERTY SECURITY AGREEMENT

This INTELLECTUAL PROPERTY SECURITY AGREEMENT (as amended, amended and restated, supplemented or otherwise modified from time to time, the "***IP Security Agreement***") dated February 7, 2005, is made by the Persons listed on the signature pages hereof (collectively, the "***Grantors***") in favor of Bank of America, N.A. ("***Bank of America***"), as collateral agent (the "***Collateral Agent***") for the Secured Parties (as defined in the Credit Agreement referred to below).

WHEREAS, Rayovac Corporation, a Wisconsin corporation, has entered into a Fourth Amended and Restated Credit Agreement dated as of February 7, 2005 (as amended, amended and restated, supplemented or otherwise modified from time to time, the "***Credit Agreement***"), with Bank of America, as Administrative Agent and as Collateral Agent, and the Lenders party thereto. Terms defined in the Credit Agreement and not otherwise defined herein are used herein as defined in the Credit Agreement.

WHEREAS, as a condition precedent to the making of Loans by the Lenders and the issuance of Letters of Credit by the L/C Issuer under the Credit Agreement, the entry into Secured Hedge Agreements by the Hedge Banks and the entry into Qualified Foreign Credit Facilities by the Qualified Foreign Lenders from time to time, each Grantor has executed and delivered that certain Security Agreement dated February 7, 2005 made by the Grantors to the Collateral Agent (as amended, amended and restated, supplemented or otherwise modified from time to time, the "***Security Agreement***").

WHEREAS, under the terms of the Security Agreement, the Grantors have granted to the Collateral Agent, for the ratable benefit of the Secured Parties, a security interest in, among other property, certain intellectual property of the Grantors, and have agreed as a condition thereof to execute this IP Security Agreement for recording with the U.S. Patent and Trademark Office, the United States Copyright Office and other governmental authorities.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, each Grantor agrees as follows:

SECTION 1. Grant of Security. Each Grantor hereby grants to the Collateral Agent for the ratable benefit of the Secured Parties a security interest in all of such Grantor's right, title and interest in and to the following (the "***Collateral***"):

(i) the patents and patent applications set forth in Schedule A hereto (the "***Patents***");

(ii) the trademark and service mark registrations and applications set forth in Schedule B hereto (provided that no security interest shall be granted in United States intent-to-use trademark applications to the extent that, and solely during the period in which, the grant of a security interest therein would impair the validity or enforceability of such intent-to-use trademark applications under applicable federal law), together with the goodwill symbolized thereby (the "***Trademarks***");

TRADEMARK
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(iii) all copyrights, whether registered or unregistered, now owned or hereafter acquired by such Grantor, including, without limitation, the copyright registrations and applications and exclusive copyright licenses set forth in Schedule C hereto (the "***Copyrights***");

(iv) all reissues, divisions, continuations, continuations-in-part, extensions, renewals and reexaminations of any of the foregoing, all rights in the foregoing provided by international treaties or conventions, all rights corresponding thereto throughout the world and all other rights of any kind whatsoever of such Grantor accruing thereunder or pertaining thereto;

(v) any and all claims for damages and injunctive relief for past, present and future infringement, dilution, misappropriation, violation, misuse or breach with respect to any of the foregoing, with the right, but not the obligation, to sue for and collect, or otherwise recover, such damages; and

(vi) any and all proceeds of, collateral for, income, royalties and other payments now or hereafter due and payable with respect to, and supporting obligations relating to, any and all of the Collateral of or arising from any of the foregoing.

SECTION 2. Security for Obligations. The grant of a security interest in, the Collateral by each Grantor under this IP Security Agreement secures the payment of all Obligations of such Grantor now or hereafter existing under or in respect of the Loan Documents, whether direct or indirect, absolute or contingent, and whether for principal, reimbursement obligations, interest, premiums, penalties, fees, indemnifications, contract causes of action, costs, expenses or otherwise. Without limiting the generality of the foregoing, this IP Security Agreement secures, as to each Grantor, the payment of all amounts that constitute part of the Secured Obligations and that would be owed by such Grantor to any Secured Party under the Loan Documents but for the fact that such Secured Obligations are unenforceable or not allowable due to the existence of a bankruptcy, reorganization or similar proceeding involving a Loan Party.

SECTION 3. Recordation. Each Grantor authorizes and requests that the Register of Copyrights, the Commissioner for Patents and the Commissioner for Trademarks and any other applicable government officer record this IP Security Agreement.

SECTION 4. Execution in Counterparts. This IP Security Agreement may be executed in any number of counterparts, each of which when so executed shall be deemed to be an original and all of which taken together shall constitute one and the same agreement.

SECTION 5. Grants, Rights and Remedies. This IP Security Agreement has been entered into in conjunction with the provisions of the Security Agreement. Each Grantor does hereby acknowledge and confirm that the grant of the security interest hereunder to, and the rights and remedies of, the Collateral Agent with respect to the Collateral are more fully set forth in the Security Agreement, the terms and provisions of which are incorporated herein by reference as if fully set forth herein.

SECTION 6. Governing Law. This IP Security Agreement shall be governed by, and construed in accordance with, the laws of the State of New York.

IN WITNESS WHEREOF, each Grantor has caused this IP Security Agreement to be duly executed and delivered by its officer thereunto duly authorized as of the date first above written.

RAYOVAC CORPORATION

By _____
Name: James T. Lucke
Title: Senior Vice President, Secretary and General Counsel

Address for Notices:
601 Rayovac Drive
Madison, WI 53711

ROVCAL, INC.

By _____
Name: James T. Lucke
Title: Vice President and Secretary

Address for Notices:
601 Rayovac Drive
Madison, WI 53711

ROV HOLDING, INC.

By _____
Name: James T. Lucke
Title: Secretary and Treasurer

Address for Notices:
601 Rayovac Drive
Madison, WI 53711

UNITED INDUSTRIES CORPORATION

By _____
Name: Lou Laderman
Title: Vice President, Secretary and General Counsel

Address for Notices:
2150 Schuetz Road
St. Louis, MO 63146

NU-GRO AMERICA CORP.

By _____
Name: Lou Laderman
Title: Vice President and Secretary

Address for Notices:
c/o United Industries Corporation
2150 Schuetz Road
St. Louis, MO 63146

NU-GRO US HOLDCO CORP.

By _____
Name: Lou Laderman
Title: Secretary

Address for Notices:
c/o United Industries Corporation
2150 Schuetz Road
St. Louis, MO 63146

SCHULTZ COMPANY

By _____
Name: Lou Laderman
Title: Vice President and Secretary

Address for Notices:
c/o United Industries Corporation
2150 Schuetz Road
St. Louis, MO 63146

SYLORR PLANT CORP.

By _____
Name: Lou Laderman
Title: Vice President and Secretary

Address for Notices:
c/o United Industries Corporation
2150 Schuetz Road
St. Louis, MO 63146

WPC BRANDS, INC.

By _____
Name: Lou Laderman
Title: Vice President and Secretary

Address for Notices:
c/o United Industries Corporation
2150 Schuetz Road
St. Louis, MO 63146

UNITED PET GROUP, INC.

By _____
Name: Lou Laderman
Title: Vice President and Secretary

Address for Notices:
463 Ohio Pike, Ste. 303
Cincinnati, OH 45255

IB NITROGEN INC.

By _____
Name: Lou Laderman
Title: Vice President and Secretary

Address for Notices:
c/o United Industries Corporation
2150 Schuetz Road
St. Louis, MO 63146

NU-GRO TECHNOLOGIES, INC.

By _____
Name: Lou Laderman
Title: Vice President and Secretary

Address for Notices:
c/o United Industries Corporation
2150 Schuetz Road
St. Louis, MO 63146

GROUND ZERO INC.

By _____
Name: Lou Laderman
Title: Vice President and Secretary

Address for Notices:
c/o United Industries Corporation
2150 Schuetz Road
St. Louis, MO 63146

DB ONLINE, LLC

By: United Pet Group, Inc., its Managing Member

By _____
Name: Lou Laderman
Title: Vice President and Secretary

Address for Notices:
463 Ohio Pike, Ste. 303
Cincinnati, OH 45255

PETS 'N PEOPLE, INC.

By _____
Name: Lou Laderman
Title: Vice President and Secretary

Address for Notices:
463 Ohio Pike, Ste. 303
Cincinnati, OH 45255

AQ HOLDINGS, INC.

By _____
Name: Lou Laderman
Title: Vice President and Secretary

Address for Notices:
463 Ohio Pike, Ste. 303
Cincinnati, OH 45255

SOUTHERN CALIFORNIA FOAM, INC.

By _____
Name: Lou Laderman
Title: Vice President and Secretary

Address for Notices:
463 Ohio Pike, Ste. 303
Cincinnati, OH 45255

AQUARIA, INC.

By _____
Name: Lou Laderman
Title: Vice President and Secretary

Address for Notices:
463 Ohio Pike, Ste. 303
Cincinnati, OH 45255

PERFECTO HOLDING CORP.

By _____
Name: Lou Laderman
Title: Vice President and Secretary

Address for Notices:
463 Ohio Pike, Ste. 303
Cincinnati, OH 45255

AQUARIUM SYSTEMS, INC.

By _____
Name: Lou Laderman
Title: Vice President and Secretary

Address for Notices:
463 Ohio Pike, Ste. 303
Cincinnati, OH 45255

PERFECTO MANUFACTURING, INC.

By _____
Name: Lou Laderman
Title: Vice President and Secretary

Address for Notices:
463 Ohio Pike, Ste. 303
Cincinnati, OH 45255

JUNGLETALK INTERNATIONAL, INC.

By _____
Name: Lou Laderman
Title: Vice President and Secretary

Address for Notices:
463 Ohio Pike, Ste. 303
Cincinnati, OH 45255

SCHEDULE A

PATENTS

Grantor	Patent Titles	Country	Patent No./ Application No.	Issue Date/ Filing Date
United Industries Corporation	Solvent Preparation	United States	4,483,783 82/368,587	4/15/1982
United Industries Corporation	Pressure Sprayer	United States	6,056,167 97/934,459	5/2/200 9/19/1997
United Industries Corporation	Pressure Pump for Dispensing Liquid	United States	5,669,532 95/418,517	9/23/1997 4/7/1995
United Industries Corporation	Air Freshener Preparation	United States	4,826,674	
United Industries Corporation	Air Freshener / Insecticide Preparation	United States	4,904,464 88/237,372	2/27/1990 8/29/7988
United Industries Corporation	Fertilizer compositions and method of making such compositions	United States	5,238,480 89374109	8/24/1993 6/29/1989
United Industries Corporation	Fertilizer/pesticide composition and method of treating plants	United States	5,174,804 89/415,162	12/29/1992 9/29/1989
United Industries Corporation	Pallet and Display Assembly	United States	5,237,936 92/872,838	8/24/1999 4/23/1992
United Industries Corporation	Bottle with Finger Pieces	United States	4,690,311 85/8889	9/1/1987 4/25/1986
United Industries Corporation	Aerosol Preparation	United States	4,439,343 81/282,050	3/27/1984 7/10/1981
United Industries Corporation	Aerosol Preparation	United States	4,439,342 81/237,155	3/27/1984 7/10/1981
United Industries Corporation	Water Dispersions	United States	4,439,344 82/368,587	3/27/1984 9/2/1980
United Industries Corporation	Sealing cover for a fly trap	United States	D285179 84/572905	8/19/1986 1/23/1984
United Industries Corporation	Fly trap	United States	D284093 84/572905	6/3/1986 1/23/1984
Schultz Company	Mixing & Dispensing Sprayer Apparatus	United States	5,375,769 206247	12/27/1994 3/3/1994
Schultz Company	Tent	United States	D370046 94/29,011	5/21/1996 9/27/1994
Schultz Company	Tent	United States	D304966 87/94,924	12/5/1989 9/10/1987
Schultz Company	Tent	United States	D289787 84/699,299	5/12/1987 12/3/1984
Schultz Company	Tent	United States	4491141 83/470965	1/1/1985 3/1/1983
Schultz Company	Bottle	United States	D450245 128309	11/13/2001 8/22/2000
Aquarium Systems,	Comparator for	United States	D308,833	6/26/1990

TRADEMARK
REEL: 003195 FRAME: 0902

Grantor	Patent Titles	Country	Patent No./ Application No.	Issue Date/ Filing Date
Inc.	Chemical Testing of Water			11/20/1986
Aquarium Systems, Inc.	Foam Fractionation Protein Skimmer Assembly	United States	5,484,525	1/16/1996 7/13/1994
Aquarium Systems, Inc.	External Filter Assembly for Aquariums	United States	5,728,293	317/1998 6/12/1995
Aquarium Systems, Inc.	Hydrometer	United States	D384,299	9/30/1997 3/22/1996
JungleTalk International, Inc.	Reduced Mess Bird Feeder	United States	5,634,430	6/3/1997 8/21/1995
JungleTalk International, Inc.	Bird Toy Shake Rattle and Roll	United States	D478,195	8/5/2003 5/29/2002
JungleTalk International, Inc.	Rope Preening Bird Toy	United States	D480,183	9/30/2003 5/29/2002
JungleTalk International, Inc.	Peanut Dispenser Bird Toy	United States	D480,518	10/7/2003 5/29/2002
JungleTalk International, Inc.	Pyramid Puzzle Bird Toy	United States	D478,194	8/5/2003 5/29/2002
JungleTalk International, Inc.	Food Dish for Birds	United States	D410,780 090,536	6/8/1999 7/10/1998
Southern California Foam, Inc.	Method of Constructing a Collapsible Structure	United States	5,685,076 729,330	11/11/1997 10/15/1996
Southern California Foam, Inc.	A Collapsible Toy and Outdoor Structure	United States	5,564,454	10/15/1996 6/13/1994
Southern California Foam, Inc.	Full Recovery Reduced-Volume Packaging System	United States	5,445,275	8/29/1995 6/8/1994
Aquaria, Inc.	Method for Detecting Bacterial Nitrite Oxidizer	United States	6,268,154	7/31/2001 11/1/2000
Aquaria, Inc.	Method for Using Bacterial Nitrite Oxidizer	United States	6,265,206	7/24/2001 11/1/2000
Aquaria, Inc.	Bacterial Nitrite Oxidizer	United States	6,207,440	3/27/2001 12/22/1998
Aquaria, Inc.	Split Flow Diffuser	United States	410,992	6/15/1999 6/9/1998
Aquaria, Inc.	Skimmer Box: Water Level and Flow Control Device	United States	6,056,886	5/2/2000 6/8/1998
Aquaria, Inc.	Rotating Biological Filter System	United States	5,868,926	2/9/1999 2/1/1995
Aquaria, Inc.	Rotating Biological Aquarium Filter System	United States	5,679,253	10/21/1997 2/1/1995
Aquaria, Inc.	Rotating Biological Filter System	United States	5,779,885	7/14/1998 12/30/1994
Aquaria, Inc.	Rotating Biological Aquarium Filter	United States	5,853,591	12/29/1998 10/3/1994

TRADEMARK
REEL: 003195 FRAME: 0903

Grantor	Patent Titles	Country	Patent No./ Application No.	Issue Date/ Filing Date
	System			
Aquaria, Inc.	Dual Impeller Pump	United States	5,603,831	2/18/1997 5/24/1994
Aquaria, Inc.	Improved Filter Cartridge	United States	5,618,419	4/8/1997 5/24/1994
Aquaria, Inc.	Rotating Biological Aquarium Filter System	United States	5,423,978	6/13/1995 1/14/1993
Aquaria, Inc.	Rotating Biological Aquarium Filter System	United States	5,419,831	5/30/1995 1/14/1993
Aquaria, Inc.	Gas Expelling Device	United States	5,449,454	9/12/1995 1/13/1993
Aquaria, Inc.	Hang On Tank Canister Filter	United States	5,401,401	6/18/1991 6/7/1988
Aquaria, Inc.	Bubble Trap for Submersible Motor	United States	5,025,185	6/18/1991 6/7/1988
Aquaria, Inc.	Compact Aquarium Filter	United States	5,002,660	3/26/1991 6/7/1988
Aquaria, Inc.	Free Standing Aquarium Filter	United States	4,601,821	7/2/1986 6/10/1983
Aquaria, Inc.	Filter Cartridge	United States	4,483,769	11/20/1984 1/13/1983
Aquaria, Inc.	Nitrite Oxidizing Bacteria	Australia	750,945	11/21/2002 12/21/1998
Aquaria, Inc.	Nitrite Oxidizing Bacteria	Brazil	P19814463.4	12/21/1998
Aquaria, Inc.	Nitrite Oxidizing Bacteria	Canada	2316081	12/21/1998
Aquaria, Inc.	Nitrite Oxidizing Bacteria	EPO	98964838.1	12/21/1998
Aquaria, Inc.	Nitrite Oxidizing Bacteria	Japan	2002-505079	2/19/2002
Aquaria, Inc.	Nitrite Oxidizing Bacteria	Mexico	6211	12/21/1998
Aquaria, Inc.	Dual Impeller Pump	Canada	2,190,165	5/3/1995 7/4/2000
Aquaria, Inc.	Dual Impeller Pump	EPO	762,921 95918927.5	12/6/2000 5/3/1995
Aquaria, Inc.	Dual Impeller Pump	France	762,921 95918927.5	12/6/2000 5/3/1995
Aquaria, Inc.	Dual Impeller Pump	Germany	762,921 95918927.5	12/6/2000 5/3/1995
Aquaria, Inc.	Dual Impeller Pump	Italy	762,921 95918927.5	12/6/2000 5/3/1995
Aquaria, Inc.	Dual Impeller Pump	Japan	2,755,829 530308/95	3/6/1998 5/3/1995
Aquaria, Inc.	Dual Impeller Pump	United Kingdom	762,921 95918927.5	12/6/2000 5/3/1995
Aquaria, Inc.	Rotating Biological Filter System –	Canada	2,172,067	8/6/2002 8/24/1994

TRADEMARK
REEL: 003195 FRAME: 0904

Grantor	Patent Titles	Country	Patent No./ Application No.	Issue Date/ Filing Date
	MaRS/CAQ			
Aquaria, Inc.	Rotating Biological Filter System – MaRS/CAQ	EPO	720,590 94926019.4	10/30/2002 8/24/1994
Aquaria, Inc.	Rotating Biological Filter System – MaRS/CAQ	France	720,590 94926019.4	10/30/2002 8/24/1994
Aquaria, Inc.	Rotating Biological Filter System – MaRS/CAQ	Germany	720,590 94926019.4	10/30/2002 8/24/1994
Aquaria, Inc.	Rotating Biological Filter System – MaRS/CAQ	Italy	720,590 94926019.4	10/30/2002 8/24/1994
Aquaria, Inc.	Rotating Biological Filter System – MaRS/CAQ	Japan	720,590 94926019.4	10/30/2002 8/24/1994
Aquaria, Inc.	Rotating Biological Filter System – MaRS/CAQ	United Kingdom	720,590 94926019.4	10/30/2002 8/24/1994
Aquaria, Inc.	Gas Expelling Device	Canada	2,152,158	1/13/1994
Aquaria, Inc.	Gas Expelling Device	EPO	690,107 94907834.9	3/25/1998 1/13/1994
Aquaria, Inc.	Gas Expelling Device	France	690,107 94907834.9	3/25/1998 1/13/1994
Aquaria, Inc.	Gas Expelling Device	Germany	690,107 94907834.9	3/25/1998 1/13/1994
Aquaria, Inc.	Gas Expelling Device	Italy	690,107 94907834.9	3/25/1998 1/13/1994
Aquaria, Inc.	Gas Expelling Device	Japan	690,107 94907834.9	3/25/1998 1/13/1994
Aquaria, Inc.	Gas Expelling Device	United Kingdom	690,107 94907834.9	3/25/1998 1/13/1994
Aquaria, Inc.	Rotating Biological Aquarium Filter	Belgium	542,755 91911310.0	9/4/1996 6/10/1991
Aquaria, Inc.	Rotating Biological Aquarium Filter	Canada	2,085,217	6/10/1991
Aquaria, Inc.	Rotating Biological Aquarium Filter	Denmark	542,755 91911310.0	9/4/1996 6/10/1991
Aquaria, Inc.	Rotating Biological Aquarium Filter	EPO	542,755 91911310.0	9/4/1996 6/10/1991
Aquaria, Inc.	Rotating Biological Aquarium Filter	France	542,755 91911310.0	9/4/1996 6/10/1991
Aquaria, Inc.	Rotating Biological Aquarium Filter	Germany	542,755 91911310.0	9/4/1996 6/10/1991
Aquaria, Inc.	Rotating Biological Aquarium Filter	Holland	542,755 91911310.0	9/4/1996 6/10/1991
Aquaria, Inc.	Rotating Biological Aquarium Filter	Italy	542,755 91911310.0	9/4/1996 6/10/1991
Aquaria, Inc.	Rotating Biological Aquarium Filter	Japan	3,226,272	8/31/2001 6/10/1991
Aquaria, Inc.	Rotating Biological Aquarium Filter	Spain	542,755 91911310.0	9/4/1996 6/10/1991

TRADEMARK
REEL: 003195 FRAME: 0905

Grantor	Patent Titles	Country	Patent No./ Application No.	Issue Date/ Filing Date
Aquaria, Inc.	Rotating Biological Aquarium Filter	Switzerland	542,755 91911310.0	9/4/1996 6/10/1991
Aquaria, Inc.	Rotating Biological Aquarium Filter	United Kingdom	542,755 91911310.0	9/4/1996 6/10/1991
Aquaria, Inc.	Free Standing Aquarium Filter	France	2,547,366 8409057	11/17/1989 6/8/1984
Aquaria, Inc.	Free Standing Aquarium Filter	Japan	1,525,923 841118039	10/30/1989 6/8/1984
Aquaria, Inc.	Free Standing Aquarium Filter	Italy	1,176,281 84/21289A	8/18/1987 6/7/1984
Aquaria, Inc.	Free Standing Aquarium Filter	United Kingdom	2,141,040 8414276	10/16/1985 6/5/1984
United Pet Group, Inc. ("UPG")	Munchy Bone with Jerky Bits	United States	6,584,938	
UPG	Munchy Bone with Jerky Bits	Canada	2,449,840	

Patent Applications

Grantor	Patent Titles	Country	Patent No./ Application No.	Issue Date/ Filing Date
United Industries Corporation	Battery Powered hand Held Sprayer w. Remote Spray Gun Assembly	United States	Application number not yet assigned	
United Industries Corporation	Fertilizer/Pesticide Composition & Method of Treating Plants	Canada	2,080,304	
United Industries Corporation	Pop-Up Termite Indicator	United States	10/407,253	
United Industries Corporation	Oil Burning Torch	United States	10/102,350	
United Industries Corporation	Oil Burning Torch	Canada	2,377,440	
Southern California Foam, Inc.	Techniques of Manufacturing and Shipping Pet Products in and Efficient Manner	United States	Submitted 8/18/03; application number not yet assigned	
Aquaria, Inc.	Aquarium Water Overflow and Return Device	United States	10/340,224	1/10/2003
Aquaria, Inc.	Betta Stand for House Plants	United States	10/068,164	2/5/2002
Aquaria, Inc.	Tilt Up Safety Hood	United States	09/920,258	8/1/2001
Aquaria, Inc.	Methods for Use and Detecting AOB N. halophila	United States	10/659,965	9/10/2003
Aquaria, Inc.	Method for Using Ammonia-Oxidizing Bacteria	United States	10/659,948	9/10/2003

TRADEMARK
REEL: 003195 FRAME: 0906

Grantor	Patent Titles	Country	Patent No./ Application No.	Issue Date/ Filing Date
Aquaria, Inc.	Method for Detecting Ammonia-Oxidizing Bacteria	United States	10/659,980	9/10/2003
Aquaria, Inc.	Ammonia-Oxidizing Bacteria	United States	10/659,983	9/10/2003
Aquaria, Inc.	Nitrite-Oxidizing Bacteria & Methods (Saltwater)	United States	10/682,179	10/19/2003
Aquaria, Inc.	Method for Detecting Ammonia-Oxidizing Bacteria	United States	not yet filed	
Aquaria, Inc.	Method for Use of Ammonia-Oxidizing Bacteria	United States	not yet filed	
United Pet Group, Inc. ("UPG")	Munchy Bone with Jerky Bits	United States	10/608,223	
UPG	Munchy Bone with Jerky Bits	AU	2002305830	
UPG	Munchy Bone with Jerky Bits	China	02185507.6	
UPG	Munchy Bone with Jerky Bits	EPO	02734684.0	
UPG	Munchy Bone with Jerky Bits	Hong Kong	not yet issued	
UPG	Munchy Bone with Jerky Bits	Japan	2003-501365	
UPG	Munchy Bone with Jerky Bits	Korea	10-2003-7015935	
UPG	Munchy Bone with Jerky Bits	Singapore	200307238.6	
UPG	Method of Controlling Food Intake	United States	10/465,002	

TRADEMARK
REEL: 003195 FRAME: 0907

SCHEDULE B

Trademarks

Grantor	Trademark	Jurisdiction (if other than U.S.)	Type	Registration # or Application #	Registration Date or Filing Date
United Industries Corporation ("UIC")	100 Plus		Registration	2,263,632	07/20/99
UIC	200 Plus		Registration	2,329,399	03/14/00
UIC	3 Plus 3		Registration	2,248,315	05/25/99
Schultz Company	7 Drops		Registration	1,373,194	12/03/85
Schultz Company	7 Drops		Mexico	472,324	9/5/1994
UIC	7 Drops & Design		Mexico	478,964	11/9/1994
UIC	7 Drops and Design		Registration	1,373,198	12/03/85
UIC	Accelerator		Supplemental	1,808,647	11/30/93
UIC	All American		Registration	1,878,371	2/14/1995
Schultz Company	All Purpose Plant Food Plus		Registration	2,148,027	3/31/1998
UIC	Amazing Lawn Food		Registration	1,974,044	05/14/96
UIC	Amazing Plant Food		Registration	1,933,777	11/07/95
UIC	America's Best Value For All Your Lawn and Garden Needs		Supplemental	2,486,382	09/04/01
UIC	America's Groundkeeper		Registration	2,576,615	06/04/02
UIC	Annual Booster		Registration	2,435,703	03/13/01
UIC	Ant Shield		Registration	2,560,460	04/09/02
UIC	Aquaguard		Registration	2,364,953	07/04/00
UIC	Atlanta Turf Special		Registration	1,781,992	07/13/93
WPC Brands, Inc.	Backwoods Buck		Registration	1,935,772	11/14/95
UIC	Backwoods Cutter		Registration	1,757,957	03/16/93
UIC	Backyard Cutter		Registration	1,792,340	09/14/93
UIC	Bag-A-Bug		Registration	1,203,346	08/03/82
UIC	Bag-A-Bug		Registration	1,145,046	12/30/80
UIC	Bandini		Registration	674,054	2/17/1959
UIC	Bandini)	Argentina	Registration	1,853,160	11/26/2001
UIC	Bandini	Chile	Registration	579,908	10/23/00
UIC	Bandini	Ecuador	Registration	808,500	11/16/00
UIC	Bandini	Peru	Registration	65,618	08/22/00
UIC	Bandini	Uruguay	Registration	323,577	12/19/00
UIC	Beautiful Gardens		Registration	1,545,942	07/04/89
UIC	Bed Mix		Registration	1,471,840	1/12/1988

TRADEMARK
REEL: 003195 FRAME: 0908

Grantor	Trademark	Jurisdiction (if other than U.S.)	Type	Registration # or Application #	Registration Date or Filing Date
UIC	Better Lawns		Registration	1,548,755	07/18/99
UIC	Better-Gardens		Registration	1,425,404	01/20/87
UIC	Bloom Master		Registration	2,640,241	10/22/02
UIC	Bloom -N-Grow		Registration	2,241,273	04/20/99
UIC	Bloom Plus		Registration	1,919,128	09/19/95
UIC	Bloom Start		Registration	1,657,901	09/24/91
UIC	Brimm		Registration	597,254	10/26/1954
UIC	Bug Stop		Registration	2,270,338	08/17/99
UIC	Bulb Booster		Registration	1,270,432	03/20/84
UIC	Bulb Booster		Registration	1,287,510	07/31/84
UIC	Bulb Booster	Canada	Registration	337,458	02/26/88
UIC	Bulb Builder	Canada	Registration	367,895	04/20/90
UIC	Chemsico		Registration	2,400,196	10/31/00
WPC Brands, Inc.	Chlorazene		Registration	1,530,509	03/21/89
WPC Brands, Inc.	Chlorazene Hydrosol System		Registration	2,090,411	08/26/97
WPC Brands, Inc.	Classic Formula		Supplemental	2,513,498	11/27/01
UIC	Clover (design)		Registration	838,194	11/7/1967
UIC	Colorburst		Registration	805,811	12/14/00
UIC	Colorburst		Registration	2,502,381	10/30/01
UIC	Colorburst		Registration	2,405,203	11/21/00
UIC	Conquer		Registration	1,058,884	02/15/97
UIC	Country Petals		Registration	1,908,054	08/01/95
UIC	Crab-Ex		Registration	2,364,954	07/04/00
UIC	Crab-Ex		Registration	2,747,031	08/15/03
UIC	Cutter		Registration	1,341,985	06/18/85
UIC	Dead And Gone, Twice As Long		Registration	2,029,200	01/07/97
UIC	Deep Feeding		Supplemental	2,503,306	10/30/2001
UIC	Deep Green		Registration	1,381,951	2/11/1986
UIC	Deep Green Whatever the Weather		Registration	2,372,023	8/1/2000
UIC	Design - Beetle in circle w/ diagonal lines		Registration	1,325,377	03/19/85
UIC	Design - Water Based		Registration	1,842,263	06/28/94
UIC	Design - Watering Can		Registration	1,373,199	12/03/85
UIC	Design - Watering Can		Mexico	478,588	11/4/1994
WPC Brands, Inc.	Destination Outdoors		Registration	2,463,134	6/26/2001

TRADEMARK
REEL: 003195 FRAME: 0909

Grantor	Trademark	Jurisdiction (if other than U.S.)	Type	Registration # or Application #	Registration Date or Filing Date
WPC Brands, Inc.	Destination Outdoors Outdoor Health (Design)		Registration	2,468,716	7/17/2001
UIC	Drought Buster		Registration	1,731,971	11/10/1992
UIC	Earth Care		Registration	1,848,837	08/09/94
UIC	Easy Lime		Registration	1,508,732	11/18/88
UIC	Escote	Mexico	Registration	446,786	11/19/1993
UIC	Expire		Registration	1,457,144	09/15/87
WPC Brands, Inc.	Family Formula		Supplemental	1,739,259	12/08/92
UIC	Flower Power		Registration	1,679,773	03/17/92
UIC	Formula 101		Registration	2,384,747	09/12/00
UIC	Formula 102		Registration	2,384,748	09/12/00
UIC	Formula 103		Registration	2,386,991	09/19/00
UIC	Formula 104		Registration	2,384,750	09/12/00
UIC	Formula 105		Registration	2,386,995	09/19/00
UIC	Formula 106		Registration	2,384,749	09/12/00
UIC	Formula 107		Registration	2,384,746	09/12/00
UIC	From the Fertile Minds at Vigoro	Canada	Registration	505,260	12/8/1998
UIC	Fun		Registration	830,067	6/13/1967
UIC	Gallon Shot		Mexico	471,661	8/29/1994
Schultz Company	Garden Breeze		Supplemental	2,657,947	12/10/2002
Schultz Company	Garden Marker		Supplemental	2,726,070	6/10/2003
Schultz Company	Garden Safe		Registration	2,799,028	12/23/2003
UIC	Gear Guard		Registration	2,097,756	09/16/97
UIC	Goal Line		Registration	1,514,215	09/06/88
UIC	Golden Vigoro	Canada	Registration	101,624	10/14/1955
UIC	Green Turf		Registration	1,730,497	11/10/1992
UIC	Greens In 3 Days, Feeds For 3 Months		Registration	2,263,631	07/20/99
Schultz Company	Greenhouse Professional Products		Registration	2.637,753	10/15/2002
UIC	Greenskote		Registration	1,455,964	09/08/87
UIC	Greenskote (Canada)		Registration	397,683	05/01/92
UIC	Greenskote (Canada)		Registration	400,948	07/31/92
UIC	Gro Best		Registration	1,909,098	08/01/95
UIC	Gro-Rite		Registration	2,412,440	12/12/2000
UIC	Gro-Tone		Registration	879,341	10/28/1969
UIC	Gro-Tone		Registration	766,977	3/24/1964
UIC	Gro-Tone (design)		Registration	1,682,555	4/17/1992
Schultz Company	Grow Something		Registration	2,786,855	11/25/2003

TRADEMARK
REEL: 003195 FRAME: 0910

Grantor	Trademark	Jurisdiction (if other than U.S.)	Type	Registration # or Application #	Registration Date or Filing Date
UIC	Holiday		Registration	758,018	10/8/1963
UIC	Hot Shot		Registration	1,058,205	02/08/77
UIC	Hot Shot		Registration	921,385	10/05/71
UIC	Hot Shot Ant Killer Plus		Registration	2,255,804	06/22/99
UIC	IBDU	Mexico	Registration	456,414	4/7/1994
UIC	Ice Defense		Registration	2,566,259	4/30/2002
UIC	Ice Defense	Canada	Registration	562,950	6/3/2002
UIC	Ideal		Registration	70,947	10/20/2008
WPC Brands, Inc.	Insect Block		Registration	2,034,176	1/28/1997
UIC	Instagreen		Registration	1,427,065	02/03/87
UIC	Instant Vigoro	Canada	Registration	108,248	10/11/1957
Schultz Company	Iron Green		Registration	2,509,454	11/20/2001
Schultz Company	Just Add 7 Drops Per Quart Water, Every Time You Water, Everything You Grow		Registration	1,403,613	08/05/86
UIC	Just Add 7 Drops Per Quart Water, Every Time You Water, Everything You Grow		Mexico	511,153	11/09/95
UIC	Know How Know Who		Registration	2,513,317	03/19/02
UIC	Kwikstand		Registration	2,040,980	02/25/97
UIC	Last Bite		Registration	2,453,563	5/22/2001
UIC	Makes You Invisible to Bugs		Registration	2,604,863	8/6/2002
UIC	Master Green		Registration	1,508,729	10/18/1988
UIC	Maxattrax		Registration	2,070,870	06/10/97
UIC	Maxattrax Ultra		Registration	2,474,053	07/31/07
UIC	Maxi-Iron		Registration	2,404,259	11/14/2000
UIC	Mixerator		Taiwan	582,112	1/1/1993
UIC	Mixerator		Australia	350,144	8/3/1983
UIC	Mixerator		Japan	1,304,387	10/12/1977
UIC	Mixerator		Japan	2,491,174	12/25/1992
Schultz Company	Mixerator		Registration	1,165,584	8/18/1981
UIC	Mixerator		Mexico	471,656	8/29/1994
UIC	Mole Stop		Registration	2,432,006	02/27/01
UIC	Moss Ex		Registration	2,636,140	10/15/02
UIC	Mr. Turf's		Registration	768,071	4/14/1964
UIC	Mum Booster		Registration	2,285,056	10/12/1999
Schultz Company	Natural Lustre of the New Born Leaf		Registration	1,368,478	11/5/1985

TRADEMARK
REEL: 003195 FRAME: 0911

Grantor	Trademark	Jurisdiction (if other than U.S.)	Type	Registration # or Application #	Registration Date or Filing Date
UIC	Natural Lustre of the New Born Leaf		Mexico	427,535	9/6/1994
UIC	Nature's Best (logo)		Registration	977,977	2/5/1974
UIC	No Mix! No Mess!		Supplemental	2,233,079	3/16/1999
UIC	No-Pest		Supplemental	835,686	09/19/67
UIC	Nursery Special		Registration	1,123,884	8/14/1979
UIC	Pansy Booster		Registration	2,279,215	9/21/1999
UIC	Par-Ex	Argentina	Registration	1,579,622	3/31/1998
UIC	Par-Ex	Mexico	Registration	481,790	12/7/1994
UIC	Par-Ex	Norway	Registration	189,845	5/7/1998
UIC	Par-Ex (Switzerland)		Registration	445,813	4/1/1997
UIC	Park Ridge		Registration	1,232,391	3/29/1983
UIC	Perennial Booster		Registration	1,796,668	10/5/1993
UIC	Perennial Booster	Canada	Registration	431,906	08/19/94
UIC	Peters Professional Ultimate Lawn & Garden		Registration	1,795,905	09/28/93
Schultz Company	Potting Soil Plus		Registration	2,715,044	05/13/03
UIC	Power Bait		Registration	2,229,251	03/02/99
UIC	Pro-Grass		Registration	2,110,922	11/4/1997
Schultz Company	Protect		Supplemental	2,691,729	2/25/2003
UIC	Proterra		Registration	2,482,690	8/28/2001
UIC	Pursell	Argentina	Registration	1,853,161	11/26/2001
UIC	Pursell	Chile	Registration	579,909	10/23/00
UIC	Pursell	Ecuador	Registration	808,400	11/16/00
UIC	Pursell	Peru	Registration	65,619	08/22/00
UIC	Pursell	Uruguay	Registration	323,576	12/19/00
UIC	Real - Easy		Supplemental	1,392,773	05/06/86
UIC	Real - Green		Registration	577,975	07/28/93
UIC	Real - Kill		Registration	557,330	04/08/92
UIC	Real Easy		Registration	2,549,445	03/19/02
Schultz Company	Real Flavor		Registration	2,569,648	05/14/02
UIC	Real Fresh		Registration	2,600,322	07/30/02
UIC	Real Kill		Canada	TMA530982	08/10/00
WPC Brands, Inc.	Repel		Registration	1,285,753	07/17/84
WPC Brands, Inc.	Repel		Registration	2,131,625	01/27/98
WPC Brands, Inc.	Repel Lemon Eucalyptus		Registration	2,674,595	01/14/03
UIC	Rid-A-Bug		Registration	862,985	01/07/69
UIC	Rid-A-Roach		Registration	1,400,888	07/15/86
UIC	Road King		Registration	1,855,058	09/20/94
UIC	Rocket		Registration	773,054	7/14/1964

TRADEMARK
REEL: 003195 FRAME: 0912

Grantor	Trademark	Jurisdiction (if other than U.S.)	Type	Registration # or Application #	Registration Date or Filing Date
UIC	Rose Cure		Application	78,468,735	8/17/04
UIC	Safe-Kill		Application	78,554,113	6/26/04
WPC Brands, Inc.	Sanizene		Registration	1,604,320	7/3/1990
UIC	Schultz		Japan	1,638,068	11/25/83
UIC	Schultz		Japan	1,607,591	07/28/83
UIC	Schultz		Taiwan	945,030	6/16/2001
UIC	Schultz		Mexico	471,660	8/29/1994
UIC	Schultz Instant		South Korea	300,311	10/20/94
UIC	Schultz Instant		Japan	1,638,069	11/25/83
UIC	Schultz Instant		Japan	1,630,190	10/27/83
UIC	Schultz Instant		Taiwan	126,956	01/16/80
UIC	Schultz Instant Plant Shine		Mexico	471,847	8/30/1994
UIC	Schultz-Instant		Mexico	526,288	7/17/1996
UIC	Schultz-Instant		Taiwan	653,245	9/1/1994
UIC	Season Plus		Application	78,546,907	6/13/05
UIC	Seed & Sod		Registration	1,114,763	3/13/1979
UIC	Shine Magic		Registration	664,891	7/29/1958
UIC	Shine Magic		Mexico	471,659	8/29/1994
UIC	Shoot-Out!		Registration	1,304,635	11/13/84
UIC	Skinsations		Registration	2,747,030	08/05/03
UIC	Sleep Screen		Canada	313,524	04/25/86
UIC	Smart Soil		Registration	2,298,646	12/7/1999
UIC	Smart Soil Plus		Registration	2,258,003	6/29/1999
UIC	Smart Steps		Registration	2,815,651	2/17/2004
UIC	Soilife		Registration	847,806	4/23/1968
UIC	Southland		Registration	782,658	1/5/1965
UIC	Special Delivery		Registration	1,433,468	03/24/87
UIC	Spectracide		Registration	716,317	06/06/61
UIC	Spectracide		Registration	2,555,710	04/02/02
UIC	Spectracide		Canada		
UIC	Spectracide 6000		Registration	1,033,581	02/17/76
UIC	Spectracide Immunox		Registration	2,109,856	10/28/97
UIC	Spectracide Pro		Registration	2,298,941	12/07/99
UIC	Spectracide Terminate		Registration	2,566,698	05/07/02
UIC	Spectrum		Registration	1,044,608	07/27/96
WPC Brands, Inc.	Sportsmen Formula		Supplemental	1,730,436	11/03/92
WPC Brands, Inc.	Sportsmen Formula		Registration	2,631,594	10/08/02
Schultz Company	Spray Green		Registration	2,769,766	09/30/03
UIC	Sta-Green		Registration	834,914	9/12/1967

TRADEMARK
REEL: 003195 FRAME: 0913

Grantor	Trademark	Jurisdiction (if other than U.S.)	Type	Registration # or Application #	Registration Date or Filing Date
UIC	Sta-Green		Registration	2,304,658	12/28/1999
UIC	Sta-Green	Arizona	Registration	16,640	9/9/1968
UIC	Sta-Green	Arkansas	Registration	23,618	9/30/1998
UIC	Sta-Green	Chile	Registration	579,910	10/23/00
UIC	Sta-Green	Colorado	Registration	19,851,007,726	9/6/1968
UIC	Sta-Green	Connecticut	Registration	20,560	10/1/1998
UIC	Sta-Green	Delaware	Registration	15,223	10/7/1968
UIC	Sta-Green (design)		Registration	686,131	10/6/1959
UIC	Sta-Green (design)		Registration	807,450	4/26/1966
UIC	Sta-Green (Equador)		Registration	808,600	11/16/00
UIC	Sta-Green	European Comm.	Registration	142,489	04/01/96
UIC	Sta-Green	Florida	Registration	910,175	11/4/1968
UIC	Sta-Green	Idaho	Registration	16,103	9/8/1998
UIC	Sta-Green	Illinois	Registration	83,206	2/4/1999
UIC	Sta-Green	Kentucky	Registration	8,325	10/21/1998
UIC	Sta-Green	Maine	Registration	19,990,175	11/23/1998
UIC	Sta-Green	Maryland	Registration	587	10/22/1998
UIC	Sta-Green	Massachusetts	Registration	56,658	11/23/1998
UIC	Sta-Green	Missouri	Registration	14,448	9/1/1998
UIC	Sta-Green	New Hampshire	Registration		9/28/1998
UIC	Sta-Green	New Jersey	Registration	15,412	9/6/1968
UIC	Sta-Green	New York	Registration	29,016	10/9/1998
UIC	Sta-Green	North Dakota	Registration	14,068,700	11/17/1998
UIC	Sta-Green	Oklahoma	Registration	27,110	3/30/1995
UIC	Sta-Green	Oregon	Registration	29,254	4/5/2005
UIC	Sta-Green	Peru	Registration	65,620	08/22/00
UIC	Sta-Green	Rhode Island	Registration	780,902	9/10/1998
UIC	Sta-Green	Uruguay	Registration	323,578	12/19/00
UIC	Sta-Green	Utah	Registration	10,351	9/3/1968
UIC	Sta-Green	Vermont	Registration	4,273	9/2/1998
UIC	Sta-Green	Wyoming	Registration	1,243	9/3/1968
Schultz Company	Start Right		Registration	2,767,489	9/23/2003
Schultz Company	Start Right		Registration	2,767,661	9/23/2003
UIC	Starts & Feeds	Japan	Registration	1,638,070	11/25/1983
Schultz Company	Starts & Feeds		Registration	1,428,022	2/10/1987
UIC	Starts & Feeds	Mexico	Registration	484,712	3/9/1995
UIC	Strong-Start		Registration	2,818,236	2/24/2004
WPC Brands, Inc.	Stuff		Registration	2,092,516	9/2/1997
UIC	Suburban		Registration	834,949	9/12/1967

TRADEMARK
REEL: 003195 FRAME: 0914

Grantor	Trademark	Jurisdiction (if other than U.S.)	Type	Registration # or Application #	Registration Date or Filing Date
UIC	Sudden Death		Registration	1,944,710	12/26/95
UIC	Summer Green		Registration	1,960,689	3/5/1996
WPC Brands, Inc.	Sun & Bug Stuff		Registration	1,726,983	10/27/1992
UIC	Super 150		Registration	2,311,601	1/25/2000
UIC	Super Blade		Registration	2,406,222	11/21/2000
UIC	Super Color Formula		Registration	2,513,345	11/27/2001
UIC	Super Green		Registration	2,410,628	12/5/2000
UIC	Super Plush		Registration	2,406,243	11/21/2000
Schultz Company	Super Sprayer		Supplemental	2,319,918	2/15/2000
UIC	Supreme Green		Registration	1,539,907	5/23/1989
UIC	Tee-Green		Registration	842,707	1/23/1968
UIC	The Amazing All Purpose Plant Food!		Registration	1,941,511	12/12/95
UIC	The Easy Way To A Beautiful Lawn & Garden		Registration	2,357,977	6/13/2000
UIC	The Word For Fertilizer		Registration	2,816,329	2/24/2004
Schultz Company	Tomato Plus		Registration	2,044,782	3/11/1997
UIC	Transflur		Registration	2,364,995	07/04/00
UIC	Treasure		Registration	801,170	1/4/1966
UIC	Triazicide		Registration	2,818,289	2/24/2004
UIC	Tri-Mix		Registration	2,364,955	7/4/2000
UIC	Tulip (design)		Registration	1,426,130	1/27/1987
UIC	Twice As Fast, Just As Dead		Registration	1,951,080	01/23/96
UIC	Unipel		Registration	766,154	3/10/1964
UIC	V-Cote	Norway	Registration	188,859	3/19/1998
UIC	V-Cote	Switzerland	Registration	445,814	4/1/1997
UIC	Vertagreen		Registration	525,504	5/23/1950
UIC	Vigoro		Registration	822,216	1/17/1967
UIC	Vigoro		Registration	186,125	7/1/2024
UIC	Vigoro		Registration	2,230,960	3/9/1999
UIC	Vigoro		Registration	2,266,583	8/3/1999
UIC	Vigoro	Australia	Registration	195,478	6/22/1986
UIC	Vigoro	Canada	Registration	45,670	2/12/1929
UIC	Vigoro	Canada	Registration	505,233	12/7/1998
UIC	Vigoro	Chile	Registration	488,939	7/2/1997
UIC	Vigoro	Ecuador	Registration	808,300	11/16/00
UIC	Vigoro	European Comm.	Registration	510,701	8/30/1999
UIC	Vigoro (flower design)		Registration	2,163,609	6/9/1998

TRADEMARK
REEL: 003195 FRAME: 0915

Grantor	Trademark	Jurisdiction (if other than U.S.)	Type	Registration # or Application #	Registration Date or Filing Date
UIC	Vigoro	Germany.	Registration	761,661	1/30/1981
UIC	Vigoro	Japan	Registration	1,658,502	2/23/1984
UIC	Vigoro	Norway	Registration	189,257	4/2/1998
UIC	Vigoro	Panama	Registration	3,250	3/12/1981
UIC	Vigoro	Peru	Registration	65,617	08/22/00
UIC	Vigoro	Puerto Rico	Registration	7,804	7/19/1950
UIC	Vigoro	Switzerland	Registration	445,212	4/1/1997
UIC	Vigoro	United Kingdom	Registration	812,017	10/14/1981
UIC	Vigoro	Uruguay	Registration	323,575	12/19/00
UIC	Vigoro	Venezuela	Registration	22,956	7/12/1980
UIC	Vigoro Deep Green	Canada	Registration	329,864	7/10/1987
UIC	Vigoro Envirocare	Canada	Registration	377,240	12/14/1990
UIC	Vigoro Gardener's Report	Canada	Registration	451,838	12/15/1995
UIC	Vitogro	Canada	Registration	117,070	2/26/1960
UIC	Vivicolor		Mexico	472,534	9/6/1994
UIC	Weed Stop		Registration	1,196,097	05/25/82
UIC	Weed Stop		Registration	2,148,032	03/31/98
UIC	White House		Registration	2,079,948	7/15/1997
UIC	Woodace	Mexico	Registration	460,677	5/17/1994
UIC	XLC		Registration	1,865,158	11/29/94
UIC	Yard Gun		Mexico	472,533	9/6/1994
UIC	Yours Truly		Registration	760,440	11/19/1963
UIC	Yours Truly		Mexico	471,658	8/29/1994
Schultz Company	Zipper Seal		Registration	2,097,731	9/16/1997
Schultz Company	All Bug		Application	76,310,734	9/10/2001
UIC	Atracide		Application	76,451,736	9/18/2002
UIC	Bandini	Brazil	Application	822,988,844	
UIC	Bandini Horticulture		Application	76,215,274	2/24/2001
UIC	Better Plants Better Planet		Application	78,330,533	11/20/2003
UIC	Better Plants Better Planet		Application	78,330,537	11/20/2003
Schultz Company	Blitz		Application	76,256,750	5/14/2001
Schultz Company	Blossom Booster		Application	76,264,610	5/30/2001
UIC	Bug Free Backyard		Application	76,560,343	11/13/2003
UIC	Bug Free Backyard		Application	76,560,344	11/13/2003
Schultz Company	Care For Plants		Application	75,407,696	12/18/1997
UIC	Colorcote		Application	76,279,796	7/3/2001
WPC Brands, Inc.	Come Out And Play		Application	76,366,457	2/1/2002
UIC	Composite Timed		Application	76,153,503	10/25/2000

TRADEMARK
REEL: 003195 FRAME: 0916

Grantor	Trademark	Jurisdiction (if other than U.S.)	Type	Registration # or Application #	Registration Date or Filing Date
	Release				
UIC	Crab-Ex Plus		Application	76,464,483	10/29/2002
UIC	Earth Care Naturals		Application	76,270,578	6/13/2001
UIC	Effective Solutions for Responsible Gardening		Application	76,529,915	6/17/2003
UIC	Extremely Fast Extremely Effective		Application	76,498,083	2/26/2003
UIC	Ezspray		Application	76,451,798	9/18/2002
WPC Brands, Inc.	Family Formula		Application	76,357,882	1/11/2002
UIC	Florida Turf		Application	76,305,673	8/27/2001
UIC	Flower Booster		Application	75,607,244	12/17/1998
UIC	Fungicide3		Registration	2,857,469	6/29/2004
Schultz Company	Garden Safe		Application	76,259,878	5/21/2001
Schultz Company	Garden Safe		Application	1,136,587	4/5/2002
Schultz Company	Greenhouse Professional Products		Application	1,136,586	4/5/2002
UIC	Green Turf		Application	76,451,733	9/18/2002
UIC	Grub Stop		Registration	2,841,439	5/11/2004
UIC	H2Gro		Application	76,250,183	5/1/2001
UIC	Home Pro		Application	76,406,697	5/7/2002
UIC	Hot Shot		Application	76,294,129	7/31/2001
UIC	Iron Max		Application	76,087,231	7/12/2000
Schultz Company	Lush Green		Application	75,750,682	7/14/1999
UIC	Moisture-Mix		Application	76,433,611	7/19/2002
UIC	Moisture Monitor		Application	76,288,348	7/20/2001
UIC	Moisture Plus		Application	76,520,142	5/20/2003
UIC	Mosquito Stop		Application	76,498,729	2/12/2003
UIC	Nest Destroyer		Application	78,324,124	11/6/2003
Schultz Company	Nurture		Application	76,310,622	9/10/2001
Schultz Company	Nutrius		Application	76,264,623	3/30/2001
UIC	Once & Done		Application	76,560,345	11/13/2003
Schultz Company	Pain-Free Applicator		Application	76,214,448	2/22/2001
UIC	Par-Ex	Australia	Application	598,983	
UIC	Plant Booster	Canada	Application	1,035,086	
UIC	Power Spray		Application	76,469,556	11/14/2002
UIC	Pro Choice		Application	75,829,261	10/22/1999
UIC	Pursell	Brazil	Application	822,988,836	
Schultz Company	Rain Soft		Application	76,061,928	6/2/2000
Schultz Company	Right Size		Application	76,256,751	5/14/2001
Schultz Company	Root Zone		Application	76,214,449	2/22/2001

TRADEMARK
REEL: 003195 FRAME: 0917

Grantor	Trademark	Jurisdiction (if other than U.S.)	Type	Registration # or Application #	Registration Date or Filing Date
Schultz Company	Schultz		Application	76,508,398	4/21/2003
Schultz Company	Schultz		Application	1,198,844	12/3/2003
UIC	Spectracide		Application	76,249,033	4/19/2001
UIC	Spectracide		Application	1,067,855	7/20/2000
UIC	Spectracide Terminate Termite Defense		Application	76,469,664	11/14/2002
UIC	Spectracide Tree Defense		Application	76,451,781	9/18/2002
UIC	Sportsmen Max Formula		Application	78,351,296	1/13/2004
UIC	Sta-Green	Argentina	Application	2,290,723	
UIC	Sta-Green	Brazil	Application	822,988,828	
UIC	Sta-Green	Canada	Application	1,042,972	
UIC	Stars & Stripes		Application	76,312,473	9/14/2001
UIC	Start-N-Gro		Application	76,504,189	4/1/2003
UIC	Super Green Turf		Application	76,305,669	8/27/2001
UIC	Tick Defense		Registration	2,858,469	6/29/2004
UIC	Tree Defense		Application	76,451,735	9/18/2002
UIC	Triazicide (stylized)		Application	76,380,954	3/12/2002
UIC	Triplestrike		Application	76,547,609	9/25/2003
UIC	Turf Green		Application	75,829,745	10/22/1999
UIC	Turf Max		Application	76,364,199	1/30/2002
UIC	Vigoro	Brazil	Application	822,988,852	
UIC	Vigoro Ultra Grow		Application	76,275,879	6/22/2001
UIC	Weed Max		Application	76,290,907	7/20/2001
UIC	Weekend Gardener		Application	76,405,039	5/6/2002
UIC	Supreme Green		Application	78,446,137	7/6/2004
UIC	Supreme Green		Application	78,446,146	7/6/2004
UIC	Supreme Green		Application	78,446,163	7/6/2004
UIC	Supreme Green		Application	78,446,248	7/6/2004
United Pet Group, Inc. ("UPG")	One Earth		Registration	2,007,008	10/8/1996
UPG	Nutricoat		Registration	1,902,337	7/4/1995
UPG	Ultra-Blend		Registration	1,528,528	3/7/1989
UPG	Clear Breath		Registration	1,010,205	5/6/1975
UPG	8 in 1 and Design		Registration	2,181,717	8/18/1998
UPG	Prozone		Registration	2,010,909	10/22/1996
UPG	Excel		Registration	1,838,548	6/7/1994
UPG	Excel Plus		Registration	1,838,547	6/7/1994
UPG	Bird Protector (stylized)		Registration	1,482,983	4/5/1988
UPG	Perfect Coat		Registration	1,008,287	4/8/1975

TRADEMARK
REEL: 003195 FRAME: 0918

Grantor	Trademark	Jurisdiction (if other than U.S.)	Type	Registration # or Application #	Registration Date or Filing Date
UPG	Calcidee		Registration	1,017,263	8/5/1975
UPG	St. Aubrey		Registration	628,413	6/5/1956
UPG	One Earth		Registration	2,012,599	10/29/1996
UPG	St. Aubrey (stylized)		Registration	608,466	7/5/1955
UPG	One Earth		Registration	2,036,038	2/4/1997
UPG	Avilac		Registration	1,874,089	1/17/1995
UPG	Vita-Sol (stylized)		Registration	1,392,092	5/6/1986
UPG	Dingo		Registration	2,360,442	10/1/2002
UPG	Dingo Brand		Registration	2,628,064	10/1/2002
UPG	Dingo Trim		Application	76/539,244	
UPG	Coat Shield Protection		Application	78/335,698	
UPG	Complete		Application	78/207,148	
UPG	Fresh Results		Application	78/205,844	
UPG	Avizon		Application	78/133,337	
UPG	D.D.S. Doggie Dental Solutions (Dental Hygiene Products for Pets)		Registration	2,805,252	1/13/2004
UPG	D.D.S. Doggie Dental Solutions (Toothbrushes for Animals)		Registration	2,789,249	12/23/2003
UPG	Kookamunga (Toys for Cats)		Registration	2,632,649	10/8/2002
UPG	Kookamunga (Cat Food)		Registration	2,586,260	6/25/2002
UPG	Dingo	EU	Application	3635265	
UPG	Vita-Sol	United Kingdom	Registration	2176098	8/28/1998
UPG	8-In-1 Design	Japan	Registration	4483658	6/22/2001
UPG	One Earth	Japan	Registration	4669250	5/9/2003
UPG	Dingo	Canada	Application	1,205,216	
UPG	Dingo	Argentina	Application	2,493,970	
UPG	Dingo	Argentina	Application	2,493,971	
UPG	Dingo	Australia	Application	not yet available	
UPG	Dingo	Brazil	Application	826294170	
UPG	Dingo	Brazil	Application	826294197	
Pets 'N People	Nature's Miracle		Registration	2,791,077	12/9/2003
Pets 'N People	Nature's Miracle (stylized)		Registration	2,727,180	6/17/2003
Pets 'N People	Best Behavior		Registration	1,999,911	9/10/1996
Pets 'N People	Instant		Registration	1,806,871	11/23/1993
Pets 'N People	Nature's Miracle ad		Registration	2,484,224	9/4/2001

TRADEMARK
REEL: 003195 FRAME: 0919

Grantor	Trademark	Jurisdiction (if other than U.S.)	Type	Registration # or Application #	Registration Date or Filing Date
	birdhouse design				
Pets 'N People	Nature's Miracle Blacklite		Registration	2,443,765	4/17/2001
Pets 'N People	Nature's Miracle Just for Cats and design		Registration	2,484,223	9/4/2001
Pets 'N People	Nature's Miracle	California	Registration	1,321,689	2/26/1985
Pets 'N People	Nature's Miracle (State of California)	California	Registration	73250	6/1/1984
Pets 'N People	Nature's Miracle	Canada	Registration	TMA405,789	12/4/1992
Pets 'N People	Mother's Little Miracle		Registration	2,672,310	1/7/2003
Pets 'N People	It's a Miracle		Registration	2,200,192	12/27/1998
Pets 'N People	Oxzymes		Application	78/139,617	
Pets 'N People	Mother's Little Miracle		Registration	2,672,311	1/7/2003
Pets 'N People	It's a Miracle and design		Registration	2,734,748	7/8/2003
Pets 'N People	Mother's Little Miracle		Registration	1,625,566	12/4/1990
Pets 'N People	Oxzyme		Application	78/139,614	
Pets 'N People	Instant		Registration	1,806,871	11/23/1993
Pets 'N People	Mother's Little Miracle		Registration	2,290,582	11/2/1999
Pets 'N People	It's a Miracle	Canada	Registration	552,222	10/10/2001
Pets 'N People	Nature's Miracle	United Kingdom	Registration	2208226	9/10/1999
Southern California Foam, Inc. ("Foam")	Kitty Cradle		Registration	2,375,221	8/8/2000
Foam	Cat Racket Tunnel		Registration	1,958,944	2/27/1996
Foam	Kitty Chaos		Registration	2,371,128	7/25/2000
Foam	Pooch Pack		Registration	2,171,266	7/7/1998
Foam	Pet Shelter Design		Registration	2,120,740	12/16/1997
Foam	Lazy Pet		Registration	2,013,208	11/5/1996
Foam	Canine Camo		Registration	2,365,469	7/4/2000
Foam	Cats Can Play While You're Away		Registration	2,324,501	2/29/2000
Foam	Flip-N-Flop		Registration	2,326,616	3/7/2000
Foam	Catter Up		Registration	2,192,420	9/29/1998
Foam	Rest Stop		Registration	2,512,913	11/27/2001
Foam	Meow Mat		Registration	2,040,662	2/25/1997
Foam	Poop Patrol		Application	76/523,194	
Foam	Kitty Kubbyhole		Registration	2,329,525	3/14/2000
Foam	Kitty Tuna Can		Registration	2,040,519	2/25/1997
Foam	Malibu Pet Products		Registration	2,016,996	11/19/1996

TRADEMARK
REEL: 003195 FRAME: 0920

Grantor	Trademark	Jurisdiction (if other than U.S.)	Type	Registration # or Application #	Registration Date or Filing Date
Foam	Lounger		Registration	2,388,975	9/26/2000
Foam	Feline Fishing and design		Registration	2,177,253	7/28/1998
Foam	Pet Cottage		Registration	1,979,501	6/11/1996
Foam	Wangler Dangler		Registration	2,202,992	11/10/1998
Foam	Door Cattie		Registration	2,202,971	11/10/1998
Foam	Pet-O-Pedic		Registration	2,199,160	10/27/1998
Foam	Sgt. Scooper and design		Application	76/523,190	
Foam	Action Scratcher		Registration	1,958,945	2/27/1996
Foam	Cottage Configuration		Registration	2,120,740	12/16/2001
Aquaria, Inc.	Waterscapes		Registration	2,824,967	3/23/2004
Aquaria, Inc.	Bio-Gard		Application	76/411,009	
Aquaria, Inc.	Galaxy		Registration	2,259,601	7/6/1999
Aquaria, Inc.	Mars		Registration	2,163,136	6/9/1998
Aquaria, Inc.	Magnum		Registration	1,450,698	8/4/1987
Aquaria, Inc.	Starfish		Registration	2,450,146	5/8/2001
Aquaria, Inc.	Diamond Blend		Registration	2,396,285	10/17/2000
Aquaria, Inc.	Regent		Registration	1,675,044	2/11/1992
Aquaria, Inc.	Explorer Fin Club		Application	78/266,727	
Aquaria, Inc.	Life Science System		Application	78/155,727	
Aquaria, Inc.	Marineland Labs		Registration	2,754,278	8/19/2003
Aquaria, Inc.	Explorer		Registration	2,407,318	11/21/2000
Aquaria, Inc.	Tidepool		Registration	2,363,092	6/27/2000
Aquaria, Inc.	Black Diamond		Registration	2,396,284	10/17/2000
Aquaria, Inc.	Fin Club		Application	78/266,726	
Aquaria, Inc.	Science for Fish Keeping Success		Registration	2,825,970	3/23/2004
Aquaria, Inc.	Eclipse		Registration	2,088,320	8/12/1997
Aquaria, Inc.	Fish Design		Registration	2,665,859	12/24/2002
Aquaria, Inc.	For the Life of Your Fish		Registration	2,682,717	2/4/2003
Aquaria, Inc.	Aqua-Tech		Application	78/210,612	
Aquaria, Inc.	Bio-Blend		Registration	2,789,505	12/2/2003
Aquaria, Inc.	Marineland		Registration	2,671,497	1/7/2003
Aquaria, Inc.	White Diamond		Registration	2,396,286	10/17/2000
Aquaria, Inc.	Bio-Safe		Application	76/384,481	
Aquaria, Inc.	Dual-Temp		Registration	2,626,844	9/24/2002
Aquaria, Inc.	Neptune		Registration	1,675,850	2/18/1992
Aquaria, Inc.	Hextreme		Application	78/258,480	
Aquaria, Inc.	Bio-Spira		Registration	2,730,520	6/24/2003
Aquaria, Inc.	Bio-Coat		Registration	2,778,491	10/28/2003

TRADEMARK
REEL: 003195 FRAME: 0921

Grantor	Trademark	Jurisdiction (if other than U.S.)	Type	Registration # or Application #	Registration Date or Filing Date
Aquaria, Inc.	Penguin		Registration	1,442,060	6/9/1987
Aquaria, Inc.	Bio-Wheel		Registration	1,673,431	1/28/1992
Aquaria, Inc.	Biowheel	Canada	Registration	TMA416,633	9/10/1993
Aquaria, Inc.	Biowheel	United Kingdom	Registration	1479862	4/5/1994
Aquaria, Inc.	Marineland	Canada	Registration	TMA211,938	2/9/2004
Aquaria, Inc.	Fish Design	Canada	Registration	TMA604,729	3/10/2002
Aquaria, Inc.	For the Life of Your Fish	Canada	Registration	TMA585,353	7/16/2003
Aquaria, Inc.	Biowheel	France	Registration	92 409905	3/12/1992
Aquaria, Inc.	Eclipse	Japan	Registration	4909358	11/13/1998
Aquaria, Inc.	Biowheel	Japan	Registration	3229227	11/29/1996
Aquaria, Inc.	Biowheel	Germany	Registration	2023642	11/3/1992
Aquaria, Inc.	Biowheel	Italy	Registration	641249	12/28/1994
Aquaria, Inc.	Marineland Labs Life Science System		Application	78/406551	
Aquaria, Inc.	Vis-Therm		Application	78/430489	
Aquaria, Inc.	Water's Edge		Application	78/402/825	
Aquaria, Inc.	Stealth		Application	78/390,378	
Aquaria, Inc.	Airmaster		Application	78/387,417	
Perfecto Manufacturing	Sholights and design		Registration	2,355,204	6/6/2000
Perfecto Manufacturing	Perfecto		Registration	1,088,687	4/4/1978
Perfecto Manufacturing	Terraset		Registration	2,128,513	1/13/1998
JungleTalk International, Inc.	The Bird Buffet		Registration	2,120,974	12/16/1997
Aquarium Systems, Inc. ("ASI")	Fish in Bottle Design		Registration	2,380,857	8/29/2000
ASI	We Create Your Best Solutions		Registration	2,038,550	2/18/1997
ASI	Micro-Jet		Registration	2,049,725	4/1/1997
ASI	Twister		Registration	1,888,518	4/11/1995
ASI	Reef Crystals		Registration	1,684,942	5/5/1992
ASI	Wonderfalls		Registration	2,103,390	10/7/1997
ASI	Seagarden		Registration	2,603,613	8/6/2002
ASI	Ammex		Registration	2,276,037	9/7/1999
ASI	Conservasea		Registration	2,086,001	8/5/1997
ASI	Jungletalk		Registration	1,904,543	7/11/1995
ASI	Millenium		Registration	1,915,827	8/29/1995
ASI	Mechanichem		Registration	1,921,945	9/26/1995
ASI	Mini-Jet		Registration	1,784,740	7/27/1993
ASI	Holdfast		Registration	2,135,892	2/10/1998

TRADEMARK
REEL: 003195 FRAME: 0922

Grantor	Trademark	Jurisdiction (if other than U.S.)	Type	Registration # or Application #	Registration Date or Filing Date
ASI	Biogrid		Registration	1,956,224	2/13/1996
ASI	Visi		Registration	1,459,140	9/29/1987
ASI	Fancyplants		Registration	1,836,249	5/10/1994
ASI	Visi-Therm and Design		Registration	1,433,726	3/24/1987
ASI	Turbo-Venturi		Registration	1,974,941	3/21/1996
ASI	Marine Design		Registration	1,432,832	3/17/1987
ASI	Sea Scope		Registration	1,675,060	2/11/1992
ASI	Sea Cure		Registration	1,413,934	10/21/1986
ASI	Fish in Bottle Design		Registration	1,110,319	1/2/1979
ASI	Impellair		Registration	1,948,571	1/16/1996
ASI	Duetto		Registration	1,886,021	3/28/1995
ASI	Maxi Jet (stylized)		Registration	1,687,560	5/19/1992
ASI	Instant Ocean		Registration	853,463	7/30/1968
ASI	Reef Evolution		Registration	2,084,031	6/29/1997
ASI	Visi-Lux (stylized)		Registration	2,125,982	12/30/1997
ASI	Seabuffer		Registration	1,818,660	2/1/1994
ASI	Mega Media		Registration	1,569,019	12/5/1989
ASI	Visi Therm and design		Registration	1,549,044	7/25/1989
ASI	Smart Toys		Application	78/390,385	
ASI	Fun Factory		Application	78/390,382	
ASI	Boss Instruments		Registration	2,161,204	6/2/1998
ASI	Instant Ocean	United Kingdom	Registration	B1387709	6/15/1989
ASI	Instant Ocean	Canada	Registration	TMA243,0005	4/11/1980
ASI	Aquarium Systems and design	EU	Registration	2212165	7/12/2002
ASI	Salneotherapie	EU	Registration	1194679	6/13/2000
ASI	Reef Crystals	France	Registration	02 3146066	3/15/2002
ASI	Aquarium Systems and design	France	Registration	01 3099300	6/15/2001
ASI	Aquarium Systems and design	France	Registration	01 309298	6/15/2001
ASI	Instant Ocean	Denmark	Registration	1990 7349 VR	11/16/1990
ASI	Reef Crystals	Japan	Registration	3320327	6/6/1997
ASI	Sea Test	Japan	Registration	3084575	1/9/1995
ASI	Visi Therm	Japan	Registration	3199935	9/30/1996
ASI	Reef Crystals	International Register	Registration	787314	7/16/2002
ASI	Salneotherapie	International Register	Registration	719597	8/27/1999
ASI	Reef Crystals	International Register	Registration	635717	5/12/1995

TRADEMARK
REEL: 003195 FRAME: 0923

Grantor	Trademark	Jurisdiction (if other than U.S.)	Type	Registration # or Application #	Registration Date or Filing Date
ASI	Aquarium Systems	Italy	Registration	256 2000 VE	12/15/2000
ASI	Instant Ocean	Australia	Registration	A,220,267	7/1/1968
ASI	Instant Ocean	China	Registration	704,993	9/7/1994
ASI	Instant Ocean	Taiwan	Registration	00774792	9/16/1997
ASI	Millennium	Australia	Registration	700124	1/12/1996
ASI	Reef Crystals	Australia	Registration	700423	1/12/1996
ASI	Reef Crystals	China	Registration	706476	9/21/1994
ASI	Reef Crystals	South Korea	Registration	391854	1/21/1998
ASI	Reef Crystals	Taiwan	Registration	00755038	4/1/1997
ASI	Se Test	China	Registration	824399	3/21/1996
ASI	The Bird Buffet and Design		Registration	2,120,974	12/16/1997
ASI	Visi Therm	Australia	Registration	700422	1/12/1966
ASI	Visi Therm	China	Registration	706940	9/21/1994
ASI	Visi Therm	South Korea	Registration	395,193	2/13/1998
ASI	Visi.Jet.PS and design	Taiwan	Registration	00678475	4/16/1995

TRADEMARK
REEL: 003195 FRAME: 0924

SCHEDULE C

Copyrights

Owner	Copyright	Registration Number	Registration Date
Schultz Company	Schultz all natural green moss decorative sheet moss, premium	TX 4-539-240	N/A
Schultz Company	Schultz super sprayer nonclogging lawn and garden feeder	TX 4-539-241	N/A
Schultz Company	Schultz horticultural perlite	TX 4-539-242	N/A
Schultz Company	Schultz horticultural vermiculite	TX 4-583-419	N/A
Schultz Company	Schultz sphagnum peat moss: premium	TX 4-607-543	N/A
Schultz Company	Schultz horticultural cactus & succulent soil: professional	TX 4-607-544	N/A
Schultz Company	Schultz professional potting soil plus: standard formula	TX 4-607-545	N/A
Schultz Company	Schultz professional potting soil plus: African violets & blooming plants	TX 4-607-546	N/A
Schultz Company	Schultz horticultural charcoal: premium	TX 4-607-547	N/A
Schultz Company	Schultz bulb potting & planting mix plus	TX 4-617-233	N/A
Schultz Company	Schultz seed starter potting & planting mix plus: with Schultz time release plant food 0.09-0.18-0.09	TX 4-619-390	N/A
Schultz Company	Schultz 8-14-9 African violet plus liquid food: for African violets & other gesneriads original formula plus micronutrients	TX 4-619-392	N/A
Schultz Company	Schultz 5-30-5 bloom plus: with chelated iron, manganese & zinc: ultra pure liquid plant food for all flowering & fruiting plants	TX 4-619-393	N/A
Schultz Company	Schultz bloom plus potting & planting mix: with time-release plant food	TX 4-619-394	N/A
Schultz Company	Schultz professional potting soil with plant food plus	TX 4-664-138	N/A
Schultz Company	Schultz lime fertilized lime with garden fertilizer 3-2-2; Schultz lime plus with lawn fertilizer 4-4-2	TX 4-750-985	N/A
Schultz Company	Schultz all natural green moss decorative sheet moss: premium	VA 886-191	N/A
Schultz Company	Schultz 18-19-30 tomato plus plant food	VA 886-192	N/A
Schultz Company	Schultz 19-31-17 a special ultra pure water soluble plant food for orchids	VA 886-193	N/A
Schultz Company	Schultz 19-24-24 rose plant food plus plant food	VA 886-194	N/A
Schultz Company	Schultz 33-11-11 acid plus ultra pure water soluble plant food	VA 886-195	N/A
Schultz Company	Schultz 20-30-20 all purpose plant food plus ultra pure, weather soluble plant food with micronutrients	VA 886-196	N/A
Schultz Company	Schultz plant shine, the original leaf polish	VA 886-197	N/A

TRADEMARK
REEL: 003195 FRAME: 0925

Owner	Copyright	Registration Number	Registration Date
Schultz Company	Schultz 10-60-10 bloom plus plant food	VA 886-198	N/A
Schultz Company	Schultz horticultural sphagnum peat moss, premium	VA 886-199	N/A
Schultz Company	Schultz professional potting soil plus standard formula, all purpose	VA 886-200	N/A
Schultz Company	Schultz super sprayer nonclogging lawn & garden feeder	VA 866-201	N/A
Schultz Company	Schultz 40-4-4 lawn food plus, ultra pure water soluble lawn food	VA 886-202	N/A
Schultz Company	Schultz houseplants & gardens insect spray	VA 886-203	N/A
Schultz Company	Schultz horticulture perlite, premium	VA 886-204	N/A
Schultz Company	Schultz horticulture vermiculite, premium	VA 886-205	N/A
Schultz Company	Schultz professional potting soil plus with plant food, all purpose	VA 886-206	N/A
Schultz Company	Schultz horticultural cactus & succulent soil, professional	VA 886-207	N/A
Schultz Company	Schultz horticultural charcoal, premium	VA 886-208	N/A
Schultz Company	Schultz professional potting soil plus with plant food, African violets & blooming plants	VA 886-209	N/A
Schultz Company	Schultz bulb plus potting & planting mix	VA 906-724	N/A
Schultz Company	Schultz lime plus fertilized lime with garden fertilizer 3-2-2; Schultz lime plus with lawn fertilizer 4-1-2	VA 919-381	N/A
Schultz Company	Schultz instant liquid plant food	TX 1-251-104	N/A
Schultz Company	Schultz instant fertilizer	TX 1-320-077	N/A
Schultz Company	"Schultz instant" liquid plant food for African violets	VA 461-388	N/A
Schultz Company	"Schultz instant" all purpose plant food	VA 621-567	N/A
Schultz Company	"Schultz instant" a special plant food for orchids	VA 640-614	N/A
Schultz Company	"Schultz instant" bloom plus plant food for blooming & bedding plants	VA 674-353	N/A
Schultz Company	"Schultz instant" liquid plant food	VA 674-354	N/A
Schultz Company	"Schultz instant" bloom plus plant food for blooming & bedding plants	VA 677-437	N/A
Schultz Company	"Schultz instant" liquid plant food	VA 677-462	N/A
Schultz Company	"Schultz instant" bloom plus plant food for blooming & bedding plants	VA 677-463	N/A
Schultz Company	"Schultz instant" liquid plant food	VA 677-464	N/A
Schultz Company	Schultz instant liquid plant food	VA 678-616	N/A
Schultz Company	"Schultz instant" cut flower food	VA 678-766	N/A
Schultz Company	"Schultz instant" all purpose plant food	VA 678-767	N/A
Schultz Company	"Schultz instant" insect spray for house plants & gardens	VA 678-768	N/A
Schultz Company	"Schultz instant" bloom plus plant food for blooming & bedding plants	VA 678-769	N/A
Schultz Company	"Schultz instant" all purpose plant food	VA 678-770	N/A

TRADEMARK
REEL: 003195 FRAME: 0926

Owner	Copyright	Registration Number	Registration Date
Schultz Company	"Schultz instant" concentrate lawn food	VA 678-771	N/A
Schultz Company	"Schultz instant" all purpose plant food	VA 678-722	N/A
Schultz Company	"Schultz instant" bloom plus plant food for blooming & bedding plants	VA 691-431	N/A
Schultz Company	Schultz instant plant shine leaf polish	VA 676-354	N/A
Schultz Company	Schultz instant 139-31-17, a special plant food for orchids	VA 676-356	N/A
Schultz Company	Schultz instant liquid plant food for African violets	VA 461-388	N/A
Schultz Company	Schultz instant all purpose plant food	VA 678-772	N/A
Schultz Company	Schultz instant house plants & gardens insect spray	VA 678-764	N/A
Schultz Company	Schultz bulb potting & planting mix plus	TX 4-614-233	N/A
Schultz Company	Schultz 10-15-10 all purpose plant food plus: ultra pure liquid plant food with micronutrients	TX 4-619-391	N/A
Schultz Company	Schultz Expert Gardener bone meal	VA 1-065-629	09/26/2000
Schultz Company	Schultz Expert Gardener blood meal	VA 1-065-628	09/26/2000
Schultz Company	Schultz Expert Gardener azalea & rhododendron granular plant food	VA 1-065-627	09/26/2000
Schultz Company	Schultz Expert Gardener Spray Green weed & feed lawn fertilizer	VA 1-065-626	09/26/2000
Schultz Company	Schultz Expert Gardener fungicide	VA 1-065-625	09/26/2000
Schultz Company	Schultz Expert Gardener winterizer	VA 1-065-643	09/26/2000
Schultz Company	Schultz Expert Gardener lawn insect control	VA 1-065-642	09/26/2000
Schultz Company	Schultz Expert Gardener crabgrass preventer	VA 1-065-641	09/26/2000
Schultz Company	Schultz Expert Gardener fruits & vegetables insect spray	VA 1-065-640	09/26/2000
Schultz Company	Schultz Expert Gardener roses & flowers insect spray	VA 1-065-639	09/26/2000
Schultz Company	Schultz Expert Gardener houseplant and gardens insect spray	VA 1-065-638	09/26/2000
Schultz Company	Schultz Expert Gardener azalea, camellia, rhododendron water soluble plant food with chelated iron	VA 1-065-637	09/26/2000
Schultz Company	Schultz Expert Gardener lawn food with chelated iron	VA 1-065-636	09/26/2000
Schultz Company	Schultz Expert Gardener all purpose granular plant food	VA 1-065-635	09/26/2000
Schultz Company	Schultz Expert Gardener rose & flower granular plant food	VA 1-065-634	09/26/2000
Schultz Company	Schultz Expert Gardener tomato & vegetable granular plant food	VA 1-065-633	09/26/2000
Schultz Company	Schultz Expert Gardener bulb granular plant food	VA 1-065-632	09/26/2000
Schultz Company	Schultz Expert Gardener evergreen tree & shrub granular plant food	VA 1-065-631	09/26/2000

TRADEMARK
REEL: 003195 FRAME: 0927

Owner	Copyright	Registration Number	Registration Date
Schultz Company	Schultz Expert Gardener citrus & tropical granular plant food	VA 1-065-630	09/26/2000
Schultz Company	Schultz Expert Gardener lawn food with chelated iron	VA 1-024-959	01/31/2000
Schultz Company	Schultz Expert Gardener tomato food	VA 1-024-958	01/31/2000
Schultz Company	Schultz Expert Gardener lawn food with chelated iron	TX 5-166-885	01/31/2000
Schultz Company	Schultz Expert Gardener tomato food	TX 5-166-884	01/31/2000
Schultz Company	Schultz Expert Gardener azalea, camellia, rhododendron water soluble plant food with chelated iron	VA 1-024-643	01/31/2000
Schultz Company	Schultz Expert Gardener Bloom Plus water soluble plant food	VA 1-024-642	01/31/2000
Schultz Company	Schultz Expert Gardener all purpose plant food	VA 1-024-641	01/31/2000
Schultz Company	Schultz Expert Gardener all purpose liquid plant food	VA 1-024-640	01/31/2000
Schultz Company	Schultz rose garden planting mix	VA 1-024-639	01/31/2000
Schultz Company	Schultz Expert Gardener premium lawn fertilizer	VA 1-024-638	01/31/2000
Schultz Company	Schultz Expert Gardener orchid food water soluble plant food	VA 1-024-637	01/31/2000
Schultz Company	Schultz Iron Green	VA 1-024-636	01/31/2000
Schultz Company	Schultz Expert Gardener Rose food	VA 1-024-635	01/31/2000
Schultz Company	Schultz Expert Gardener Plus	VA 1-024-634	01/31/2000
Schultz Company	Schultz Expert Gardener tomato food	VA 1-024-633	01/31/2000
Schultz Company	Schultz Starter Plus root stimulator	VA 1-024-632	01/31/2000
Schultz Company	Schultz Expert Gardener weed & feed	VA 1-024-631	01/31/2000
Schultz Company	Schultz MultiCote time-release outdoor plant food	VA 1-024-630	01/31/2000
Schultz Company	Schultz MultiCote time-release all purpose plant food	VA 1-024-629	01/31/2000
Schultz Company	Schultz Garden Breeze natural odor eliminator	VA 1-024-628	01/31/2000
Schultz Company	Schultz Clay Soil Conditioner	VA 1-024-627	01/31/2000
Schultz Company	Schultz Seed Aide	VA 1-024-626	01/31/2000
Schultz Company	Schultz Aquatic Plant Soil	VA 1-024-625	01/31/2000
Schultz Company	Schultz annual & perennial planting mix	VA 1-024-624	01/31/2000
Schultz Company	Schultz Expert Gardener: rose food	VA 1-024-623	01/31/2000
Schultz Company	Schultz Expert Gardener azalea, camellia, rhododendron water soluble plant food	TX 5-154-184	01/31/2000
Schultz Company	Schultz Expert Gardener Bloom Plus water soluble plant food	TX 5-154-183	01/31/2000
Schultz Company	Schultz Expert Gardener all purpose plant food	TX 5-154-182	01/31/2000
Schultz Company	Schultz Expert Gardener all purpose liquid plant food	TX 5-154-181	01/31/2000
Schultz Company	Schultz rose garden planting mix	TX 5-154-180	01/31/2000

TRADEMARK
REEL: 003195 FRAME: 0928

Owner	Copyright	Registration Number	Registration Date
Schultz Company	Schultz Expert Gardener premium lawn fertilizer	TX 5-154-179	01/31/2000
Schultz Company	Schultz Expert Gardener orchid food water soluble plant food	TX 5-154-178	01/31/2000
Schultz Company	Schultz Iron Green	TX 5-154-177	01/31/2000
Schultz Company	Schultz Expert Gardener Rose food	TX 5-154-176	01/31/2000
Schultz Company	Schultz Expert Gardener Bloom plus	TX 5-154-175	01/31/2000
Schultz Company	Schultz Expert Gardener tomato food	TX 5-154-174	01/31/2000
Schultz Company	Schultz Starter Plus root stimulator	TX 5-154-173	01/31/2000
Schultz Company	Schultz Expert Gardener premium weed & feed	TX 5-154-172	01/31/2000
Schultz Company	Schultz MultiCote time-release outdoor plant food	TX 5-154-171	01/31/2000
Schultz Company	Schultz MultiCote time-release all purpose plant food	TX 5-154-170	01/31/2000
Schultz Company	Schultz Garden Breeze natural odor eliminator	TX 5-154-169	01/31/2000
Schultz Company	Schultz Clay Soil Conditioner	TX 5-154-168	01/31/2000
Schultz Company	Schultz Seed Aide	TX 5-154-167	01/31/2000
Schultz Company	Schultz Aquatic Plant Soil	TX 5-154-166	01/31/2000
Schultz Company	Schultz annual & perennial planting mix	TX 5-154-165	01/31/2000
Schultz Company	Schultz Expert Gardener: rose food	TX 5-154-164	01/31/2000
Schultz Company	Schultz Bloom Plus liquid plant food	VA 906-725	08/07/1997
Schultz Company	Schultz African violet Plus liquid plant food	VA 906-723	08/07/1997
Schultz Company	Schultz Plant food Plus all purpose liquid plant food	VA 906-722	08/07/1997
Schultz Company	Schultz Bloom Plus potting & planting mix	VA 906-727	08/07/1997
Schultz Company	Schultz Seed Starter Plus potting & planting mix	VA 906-726	08/07/1997
United Industries Corporation	PISOES: Portable in store order entry system	TXu 470-501	04/26/1991
United Industries Corporation	Home Depot order program from Portable computer	Txu 470-488	04/26/1991
Schultz Company	"Schultz-Instant" liquid plant food	VA 677-462	10/11/1994
Schultz Company	Schultz-Instant Bloom Plus giant food for blooming & bedding plants	VA 677-463	10/11/1994
Schultz Company	Schultz Expert Gardener starter fertilizer	VA 1-065-644	09/26/2000
Schultz Company	Schultz enriched garden soil	VA 1-065-645	09/26/2000
Schultz Company	Schultz Garden Marker: Marking Paint	VAu-508-846	
Schultz Company	Schultz Rose & Flower Preservative	VAu-508-847	
Schultz Company	Schultz Expert Gardener Spray Green Weed & Fee Lawn Fertilizer	VAu-508-848	
Schultz Company	Schultz 10-15-10 all purpose plant food plus: ultra pure liquid plant food with micronutrients	TX-4-619-391	N/A

RECORDED: 05/23/2005
TRADEMARK
REEL: 003195 FRAME: 0929