

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Springtime Acquisition Corporation		03/08/2006	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	A2 Organic Corporation		
<b>Street Address:</b>	2377 Main Street		
<b>City:</b>	Glastonbury		
<b>State/Country:</b>	CONNECTICUT		
<b>Postal Code:</b>	06033		
<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:	1291568	GRO-WELL	
Registration Number:	1292498	GRO-WELL	
Registration Number:	1246821	GRO-WELL	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(212)735-8708		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	212-735-8674		
<b>Email:</b>	jsaviano@morrisoncohen.com		
<b>Correspondent Name:</b>	Joshua D. Saviano		
<b>Address Line 1:</b>	909 Third Avenue		
<b>Address Line 2:</b>	27th Floor		
<b>Address Line 4:</b>	New York, NEW YORK 10022		
<b>ATTORNEY DOCKET NUMBER:</b>	17698-301		
<b>NAME OF SUBMITTER:</b>	Joshua D. Saviano		

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Signature:	/Joshua D. Saviano/
Date:	03/09/2006
Total Attachments: 4 source=Gro-Well Assign 1#page1.tif source=Gro-Well Assign 1#page2.tif source=Gro-Well Assign 1#page3.tif source=Gro-Well Assign 1#page4.tif	

TRADEMARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT (this "Assignment"), dated as of March 8, 2006, is made by SPRINGTIME ACQUISITION CORPORATION, a Delaware corporation ("Assignor") in favor of A<sup>2</sup> ORGANIC CORPORATION, a Delaware corporation ("Assignee").

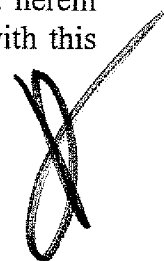
WHEREAS, Assignor is the sole and exclusive owner of all right, title and interest in and to those trademarks, service marks, slogans, trade names and the like and all goodwill associated with the foregoing as set forth on the attached Schedule A (collectively, the "Marks"); and

WHEREAS, pursuant to that certain Trademark Purchase Agreement, dated as of the date hereof, Assignor sold to Assignee its right, title and interest in and to the Marks.

NOW, THEREFORE, for good and valuable consideration paid by Assignee, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby irrevocably assigns to Assignee, its successors and assigns, all of its right, title and interest in and to the Marks together with the goodwill of the business in connection with which the Marks are used, and all registrations and trademark applications therefor, in the United States, its territories and possessions and throughout the world as well as renewals and extensions of the registrations that are or may be secured under the laws of the United States, its territories and possessions and throughout the world.

Assignor hereby authorizes and requests the Commissioner of Patents and Trademarks of the United States of America, or with respect to any foreign trademarks or service marks or applications or registrations for such marks the foreign equivalent as the case may be, to record Assignee as owner of the Marks and to issue any and all registrations, including renewals thereof, to Assignee, its successors, assigns, nominees or other legal representatives. Assignor hereby represents and covenants that it has the full right to convey the entire interest herein assigned, and that it has not executed and will not execute any agreement in conflict with this Assignment.

[THE REMAINDER OF THIS PAGE INTENTIONALLY LEFT BLANK]

A handwritten signature in black ink, consisting of a stylized, overlapping loop and a long, sweeping tail that extends upwards and to the right.

IN WITNESS WHEREOF, Assignor and Assignee have caused this Trademark Assignment to be duly executed as of the date first above written.

ASSIGNOR

SPRINGTIME ACQUISITION CORPORATION

By: Thomas Corell  
Name: Thomas Corell  
Title: V. Pres

ASSIGNEE

A<sup>2</sup> ORGANIC CORPORATION

By: \_\_\_\_\_  
Name:  
Title:

[SIGNATURE PAGE TO TRADEMARK ASSIGNMENT]

IN WITNESS WHEREOF, Assignor and Assignee have caused this Trademark Assignment to be duly executed as of the date first above written.

ASSIGNOR

SPRINGTIME ACQUISITION CORPORATION

By: \_\_\_\_\_  
Name:  
Title:

ASSIGNEE

A<sup>2</sup> ORGANIC CORPORATION

By:  \_\_\_\_\_  
Name:  
Title:

[SIGNATURE PAGE TO TRADEMARK ASSIGNMENT]

Schedule A

Trademarks

<u>Registration or Serial Number</u>	<u>Mark</u>
1291568	GRO-WELL
1292498	GRO-WELL
1246821	GRO-WELL

