

08-23-2006

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



103293619

RE
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To the Director of the U. S. Patent and Tr.

ments or the new address(es) below.

90-22-06
8

1. Name of conveying party(ies):

GMAC Commercial Finance LLC

- Individual(s)
- General Partnership
- Corporation- State: _____
- Other Limited Liability Company

Citizenship (see guidelines) Delaware

Additional names of conveying parties attached? Yes No

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: Jackson & Perkins Company

Internal Address: _____

Address: _____

Street Address: 2518 South Pacific Highway

City: Medford

State: Oregon

Country: USA Zip: 97501

Association Citizenship _____

General Partnership Citizenship _____

Limited Partnership Citizenship _____

Corporation Citizenship Delaware

Other _____ Citizenship _____

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)

3. Nature of conveyance)/Execution Date(s) :

Execution Date(s) March 20, 2006

- Assignment
- Security Agreement
- Other Release of Trademarks
- Merger
- Change of Name

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

See continuation of Item 4 attached hereto

B. Trademark Registration No.(s)

See continuation of Item 4 attached hereto

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

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

Name: Gayle D. Grocke

Internal Address: Latham & Watkins LLP

Suite 5800

Street Address: 233 S. Wacker Drive

City: Chicago

State: Illinois Zip: 60606

Phone Number: 312-993-2622

Fax Number: 312-993-9767

Email Address: gayle.grocke@lw.com

6. Total number of applications and registrations involved:

26

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 665.00

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number _____

Authorized User Name _____

9. Signature:

Gayle D. Grocke
Signature

Gayle D. Grocke

Name of Person Signing

08/23/2006 LAMUELLER 00000002 754 8219

01 FD:1521/2006

02 FC:8522 Date

03 FC:8523

Total number of pages including cover sheet, attachments, and document: 12

40.00 OP
625.00 OP
120.00 OP

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
Mail Stop Assignment Recordation Services, Director of the U.S. Patent and Trademark Office, Box 1450, Alexandria, VA 22313-1450

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TRADEMARK
REEL: 003375 FRAME: 0223

CONTINUATION OF ITEM 4
Schedule A

Mark Name	Description	Filing Date	App. No.	Reg. Date	Reg. No.	Renwal
ULTIMATE SERIES	live rose plants	3/11/1998	75/448,219	7/27/1999	2,265,748	7/27/2009
JACKSON & PERKINS LEGENDARY SERIES	live rose plants	3/11/1998	75/448,292	7/27/1999	2,265,751	7/27/2009
JACKSON & PERKINS ULTIMATE SERIES	live rose plants	3/11/1998	75/448,220	7/27/1999	2,265,749	7/27/2009
VETERANS' HONOR	live rose plants	2/16/1999	75/643,334	10/9/2001	2,496,741	10/9/2011
FLORIBUNDA OF THE YEAR	live rose plants	7/28/1999	75/762,739	1/9/2001	2,420,268	1/9/2011
SELECT STOCK & DESIGN	live rose plants	9/15/2000	76/129,591	9/10/2002	2,618,778	9/10/2012
DEERESISTIBLE	a selection of plants that are not attractive to deer	5/4/2001	76/253,135	3/25/2003	2,701,179	3/25/2013
JACKSON & PERKINS	on-line retail services and mail order catalog services for live rose plants and garden-related items	5/16/2002	76/408,773	2/11/2003	2,686,403	2/11/2013
J&P	on-line and mail order catalog services for live plants and garden-related items	5/21/2002	76/410,302	3/4/2003	2,693,050	3/4/2013

Mark Name	Description	Filing Date	App. No.	Reg. Date	Reg. No.	Renwal
JACKSON & PERKINS	growing media for plants and fertilizers for domestic use, in International Class 1 insecticides for agricultural use and fungicides for agricultural use, in International Class 5 hand-operated metal garden hose reels; metal stands for flower pots; and metal bird baths, in International Class 6 gardening tools, namely trowels, weeding forks, spades, hoes, hand pruning saws, and hand pruning shears, in International Class 8 garden hose carts and tool carts for use in gardens, in International Class 12 arbors and trellises made of wood, in International Class 19 gardening gloves, bird baths, cast stone containers for garden use, and holders for flowers and plants, in International Class 21 live plants and flower bulbs, in International Class 31	2/19/2003	76/491,254			

Mark Name J&P	Description	Filing Date	App. No.	Reg. Date	Reg. No.	Renwal
	soil conditioners for domestic and horticulture use, planting media, plant growth regulators, plant growth enhancers, chemicals and chemical preparations for domestic and horticulture use, in International Class 1 structures and items made of metal for use in gardens, in International Class 6 garden tools and implements, in International Class 8 instruments for use in gardens, in International Class 9 barbecues, outdoor fountains and birdbaths, in International Class 11 vehicles for use in gardens, in International Class 12 structures and items made of wood for use in gardens, in International Class 20 containers and holders therefor for use in gardens; garden gloves, in International Class 21 clothing for use in gardens, in International Class 25 live plants and bulbs, in International Class 31	4/21/2003	76/507,920			
GARDENS BY THE NUMBERS	mail order services in the field of plants and garden supplies	12/23/1991	74/233,890	3/30/1993	1,762,191	3/30/2013
REDI-PLANT (STYL)	fruit, vegetable and flower garden plants	8/13/1954	71/671,647	11/29/1955	616,696	11/29/2005
SIMPLICITY	rose bushes	9/29/1982	73/391,927	8/28/1984	1,292,499	8/28/2004
THE ROSE REPORT	newsletters in the field of gardening	12/23/1997	75/410,097	3/30/1999	2,236,313	3/30/2009

Mark Name	Description	Filing Date	App. No.	Reg. Date	Reg. No.	Renwal
GARDENER PROFILE LOGO	mail order services in the horticulture field, including live plants, which are a portion of the services recited in the registration	4/23/1990	74/051,634	3/5/1991	1,636,590	3/5/2011
HAPPY HOLIDAYS ... DELIVERED!	mail order services in the field of foods, flowers and other gifts	9/15/1997	75/356,741	6/1/1999	2,250,449	6/1/2009
FLORASCAPE	natural agricultural products	4/14/1986	73/593,085	10/21/1986	1,414,431	10/21/2006
ROSE OF THE YEAR	rose plants	5/26/1981	73/311,920	11/2/1982	1,215,111	11/2/2012
J&P AND ROSE DESIGN	plants, insecticide, fertilizer	4/11/1967	72/268,839	8/13/1968	854,397	8/13/2008
J&P	plants, flowers, fertilizers	4/11/1967	72/268,840	8/6/1968	853,896	8/6/2008
JACKSON & PERKINS	plants, flowers, strawberries, rose food	4/11/1967	72/268,841	8/6/1968	853,897	8/6/2008
TULIP OF THE YEAR	tulip bulbs	3/19/1990	73/836,135	6/12/1990	1,601,687	6/12/2010
NATURALLY THE BEST, FOR OVER 125 YEARS	mail order services in the field of flowers and gifts of garden- related items	1/27/1998	75/424,444	3/21/2000	2,330,756	3/21/2010
ROGUE ROSES	live rose plants	11/26/1997	75/396,408	8/10/1999	2,269,802	8/10/2009
LEGENDARY SERIES	live rose plants	3/11/1998	75/448,221	7/27/1999	2,265,750	7/27/2009

RELEASE OF TRADEMARKS

THIS RELEASE OF TRADEMARKS is dated as of March 20, 2006 by GMAC Commercial Finance LLC, in its capacity as the Collateral Agent for the Secured Parties (as defined in the Trademark Security Agreement described below) (the "Collateral Agent"). All capitalized terms used but not otherwise defined herein have the meaning given to them in the Trademark Security Agreement (as defined below).

WHEREAS, Jackson & Perkins Company, a Delaware corporation ("Grantor"), entered into that certain Trademark Security Agreement (the "Trademark Security Agreement"), dated as of June 17, 2004 and the Supplement No. 1 to Trademark Security Agreement dated as of February 25, 2005 (the "Supplement No. 1") in favor of the Collateral Agent;

WHEREAS, the Trademark Security Agreement and Supplement No. 1 granted the Collateral Agent a security interest in, among other things, certain trademarks, tradenames, trademark registrations, service marks, trade styles, terms, designs and trademark application (the "Trademarks") including, without limitation, the Trademarks listed on Schedule A attached hereto as security for certain obligations of Grantor to the Secured Parties (the "Obligations");

WHEREAS, the Collateral Agent recorded the Trademark Security Agreement on June 24, 2004 at Reel 002879, Frame 0319 in the United States Patent and Trademark Office; and

WHEREAS, all of the Obligations have been discharged and Grantor has requested that the Collateral Agent release its security interests in the Trademarks and other Trademark Collateral.

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


Effective upon receipt of the "Payoff Amount" described in that certain Payoff Letter by the Administrative Agent addressed to Bear Creek Corporation, a Delaware corporation, and other entities dated as of the date hereof, the Collateral Agent hereby, without representation, warranty or recourse, fully releases and terminates all security interests and liens and assigns to and reinvests in Grantor all of the Collateral Agent's right, title, interest, in each case granted by the Trademark Security Agreement, in and on the Trademarks and other Trademark Collateral.

The Collateral Agent further agrees, at the sole cost and expense of Grantor, to authorize or perform all necessary acts to affect the release and termination of its security interests and liens in the Trademarks and other Trademark Collateral, including, but not limited to the recording, filing and entering into any agreements, documents, forms or papers needed to accomplish such release and termination.

[Signature Page Follows]

IN WITNESS WHEREOF, the Collateral Agent has caused this Release of Trademarks to be duly executed as of the day and year first above written.

GMAC COMMERCIAL FINANCE LLC,
as the Collateral Agent

By: 

Name: Daniel Maresca
Title: Director

[Signature Page to Trademark Release of Jackson & Perkins Company]

SCHEDULE A
TO
RELEASE OF TRADEMARKS
SCHEDULE 1

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