

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
American Seeds, Inc.		12/21/2006	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	GrowDirect, Inc.		
Street Address:	800 North Lindbergh Blvd. E2NA		
City:	St. Louis		
State/Country:	MISSOURI		
Postal Code:	63167		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	2416587	QUICKPOINT DELIVERY	
Registration Number:	2420865	HEARTLAND HYBRIDS	
Registration Number:	2661816	PRIDELAND DIRECT	
Registration Number:	3039748	CS3	
CORRESPONDENCE DATA			
Fax Number:	(314)694-9009		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	314-694-5201		
Email:	barbara.a.bunning-stevens@monsanto.com		
Correspondent Name:	Monsanto Company		
Address Line 1:	800 North Lindbergh Blvd E2NA		
Address Line 4:	St. Louis, MISSOURI 63167		
NAME OF SUBMITTER:	Barbara Bunning-Stevens		
Signature:	/bbs/		

CH \$115.00 2416587

Date:

01/04/2007

Total Attachments: 2

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ASSIGNMENT OF TRADEMARK

WHEREAS, American Seeds, Inc., a Delaware corporation, is the owner of the Trademarks set forth on Exhibit A attached hereto (hereinafter the "Trademarks"); and

WHEREAS, GrowDirect, Inc., a Delaware corporation, having a registered office at 800 North Lindbergh Blvd., St. Louis, Missouri ("Assignee"), is desirous of acquiring said Trademarks and the U.S. registrations thereof;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, American Seeds, Inc. hereby assigns to Assignee all right, title and interest in and to said Trademarks, together with the goodwill of the business symbolized by the Trademarks and U.S. registrations thereof.

IN WITNESS WHEREOF, the owner has executed this assignment as of the 21st day of December, 2006.

American Seeds, Inc.

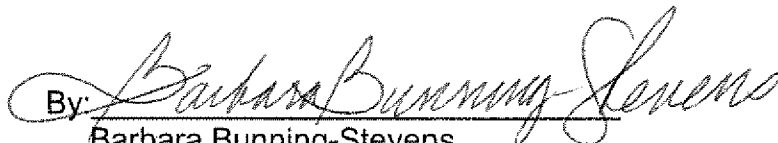
By: 
Barbara Bunning-Stevens
Intellectual Property Counsel

Exhibit A

<u>Mark</u>	<u>U.S. Registration No.</u>
QUICKPOINT DELIVERY	2416587
HEARTLAND HYBRIDS	2420865
PRIDELAND DIRECT	2661816
CS3	3039748