

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
Plant 21 LLC		11/11/2008	LIMITED LIABILITY COMPANY: CALIFORNIA
RECEIVING PARTY DATA			
Name:	Proven Winners North America LLC		
Street Address:	45 North First Street		
Internal Address:	Suite B		
City:	Campbell		
State/Country:	CALIFORNIA		
Postal Code:	95008		
Entity Type:	LIMITED LIABILITY COMPANY: CALIFORNIA		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	2725567	SUPERBENA	
Registration Number:	2863204	GOLDFLAKE	
Registration Number:	2725566	SUPERBELLS	
CORRESPONDENCE DATA			
Fax Number:	(707)255-6876		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	707-252-7122		
Email:	tmdept@dpf-law.com		
Correspondent Name:	J. Scott Gerien		
Address Line 1:	809 Coombs Street		
Address Line 4:	Napa, CALIFORNIA 94559		
ATTORNEY DOCKET NUMBER:	PROV1-227; 226 AND 225		
NAME OF SUBMITTER:	Megan Ferrigan Healy		

CH \$90.00 2725567

Signature:

/Megan Healy/

Date:

11/18/2008

Total Attachments: 2

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**ASSIGNMENT OF TRADEMARKS
AND REGISTRATIONS THEREOF**

WHEREAS, PLANT 21 LLC, a California limited liability company, with a principal business address of 32149 Aqueduct Road, Bonsall, California, 92003 (“**Assignor**”), owns the rights in the trademarks for living plants, and the registrations thereof, which are identified in Exhibit A attached hereto;

WHEREAS, PROVEN WINNERS NORTH AMERICAN LLC, a California limited liability company, with a principal business address of 45 North First Street, Suite B, Campbell, California, 95008 (“**Assignee**”), is desirous of acquiring the rights in said marks and the registrations thereof;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, said Assignor does hereby assign unto said Assignee, all right, title and interest in and to the said marks, together with the goodwill of the business symbolized by the marks and the identified registrations thereof.

PLANT 21 LLC

Date NOV. 11. 2008

By: *Ushio Sakazaki*
Ushio Sakazaki, Member

EXHIBIT A

Registrations in the United States

<u>Mark</u>	<u>U.S. Trademark Registration No.</u>
SUPERBENA	2,725,567
GOLDFLAKE	2,863,204
SUPERBELLS	2,725,566

Registrations in Canada

<u>Mark</u>	<u>Canadian Registration No.</u>
SUPERBENA	0641766
GOLDFLAKE	0596323
SUPERBELLS	0636819