

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
Upbeat, Inc.		08/18/2009	CORPORATION: MISSOURI
RECEIVING PARTY DATA			
Name:	Landscape Brands, Inc.		
Street Address:	4350 Duncan Avenue		
City:	St. Louis		
State/Country:	MISSOURI		
Postal Code:	63110		
Entity Type:	CORPORATION: MISSOURI		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	3055261	UPBEAT INCORPORATED	
Registration Number:	3055263	UPBEAT	
CORRESPONDENCE DATA			
Fax Number:	(314)612-1301		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	314-444-7783		
Email:	ipdept@lewisrice.com		
Correspondent Name:	Kirk A. Damman		
Address Line 1:	500 N. Broadway, Suite 2000		
Address Line 2:	Lewis, Rice & Fingersh, L.C., Box IP		
Address Line 4:	St. Louis, MISSOURI 63102		
NAME OF SUBMITTER:	Kirk Damman		
Signature:	/Kirk A Damman/		
Date:	08/24/2009		

OP \$65.00 3055261

Total Attachments: 1
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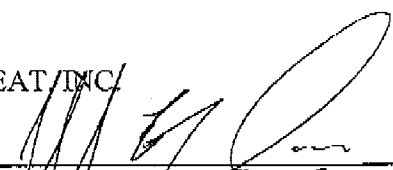
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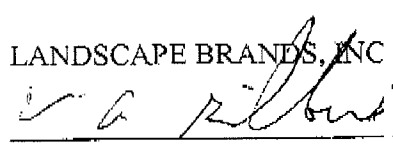
The undersigned, Upbeat, Inc., a Missouri corporation, whose address is 4350 Duncan Avenue, St. Louis, Missouri 63110, hereinafter referred to as "Assignor," hereby assigns and transfers all rights, title, ownership and interest in and to the following trademarks in the United States, together with the goodwill symbolized by the marks and the registrations therefor, in favor of Landscape Brands, Inc., a Missouri corporation, whose address is 4350 Duncan Avenue, St. Louis, Missouri 63110, hereinafter referred to as "Assignee," for the amount of US \$1.00 and other good and valuable consideration, the receipt, adequacy and sufficiency of which is hereby acknowledged.

<u>Mark</u>	<u>Reg. No.</u>	<u>Reg. Date</u>
	3,055,261	January 31, 2006
UPBEAT	3,055,263	January 31, 2006

The Assignee appoints Kirk A. Damman, of Lewis, Rice & Fingersh, L.C., 500 N. Broadway, Suite 2000, Box IP Department, St. Louis, Missouri 63102, as the person and firm to whom any notice in respect of the registrations or this Assignment may be sent, and upon whom service or any proceedings in respect of the registrations or this Assignment may be given or served with the same effect as if they had been given to or served upon the Assignee.

In witness whereof, the parties have executed this assignment on the 18th day of August, 2009.

UPBEAT, INC.

 By: ~~Tony~~ JEFF FINKELSTEIN
 Title: ~~President~~ COO/CFO

LANDSCAPE BRANDS, INC.

 By: Bill Gilbert
 Title: CEO

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