

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Sergeant's Pet Care Products, Inc.		10/02/2009	CORPORATION: NEVADA

RECEIVING PARTY DATA

Name:	Bank of the West
Street Address:	13220 California Street
City:	Omaha
State/Country:	NEBRASKA
Postal Code:	68154
Entity Type:	CORPORATION: CALIFORNIA

PROPERTY NUMBERS Total: 81

Property Type	Number	Word Mark
Registration Number:	2638972	AP
Registration Number:	1207788	ATLANTIS
Registration Number:	1861440	BAA-BAA-Q'S
Registration Number:	2876839	BANSECT
Registration Number:	3520265	BANSECT
Registration Number:	2831917	BENADENE
Registration Number:	3176140	BUDDY'S
Registration Number:	2364512	BUDDY'S GLOW BALL
Registration Number:	3421922	CARING FOR PETS SINCE 1868
Registration Number:	3421924	CARING FOR PETS SINCE 1868
Registration Number:	3421926	CARING FOR PETS SINCE 1868
Registration Number:	3425865	CARING FOR PETS SINCE 1868
Registration Number:	3425866	CARING FOR PETS SINCE 1868
Registration Number:	3503774	CARING FOR PETS SINCE 1868

CH \$2040.00 2638972

Registration Number:	2818394	CRAZY CLAWS
Registration Number:	2818395	CRAZY PAWS
Registration Number:	2737466	DENTAFRESH
Registration Number:	3652515	DERMASPHERE
Registration Number:	3356218	DERMASPHERES
Registration Number:	1013936	DOGGYDENT
Registration Number:	1219647	DOUBLE DUTY
Registration Number:	1673167	FUR-SO-FRESH
Registration Number:	0973692	GEISLER
Registration Number:	3063129	GO! PADS
Registration Number:	3138546	LIL' BUDDY SNACKERS
Registration Number:	3220140	LIVEMETER
Registration Number:	2852211	MARDEL
Registration Number:	3158074	
Registration Number:	3158071	
Registration Number:	3158068	
Registration Number:	2076439	MOO-MOO-Q'S
Registration Number:	3270275	NATURE'S GUARDIAN
Registration Number:	1803880	OLD WEST PET TREATS
Registration Number:	2230774	OLD WEST TREAT COMPANY
Registration Number:	2173959	OLD WEST TREAT COMPANY
Registration Number:	1593298	PEOPLE CRACKERS
Registration Number:	3112668	PEOPLE VITAMINS
Registration Number:	1753554	PETRODEX
Registration Number:	2856069	PETRODEX
Registration Number:	2811103	PIT'R PAT
Registration Number:	3573546	POOCHI
Registration Number:	2817121	POOCHI
Registration Number:	3440526	POOCHI
Registration Number:	3277805	POWZER
Registration Number:	3380668	POWZER
Registration Number:	3001884	PURRSCRIPTIONS
Registration Number:	0798686	SENTRY
Registration Number:	3002748	SENTRY
Registration Number:	3440284	SENTRY

Registration Number:	3490362	SENTRY NATURAL DEFENSE
Registration Number:	3457138	SENTRY NATURAL DEFENSE
Registration Number:	2974307	SENTRYPRO
Registration Number:	3415144	SENTRYPRO XFC
Registration Number:	0066521	SERGEANT'S
Registration Number:	0964497	SERGEANT'S
Registration Number:	3460628	SERGEANT'S
Registration Number:	3460629	SERGEANT'S
Registration Number:	3460630	SERGEANT'S
Registration Number:	3465688	SERGEANT'S
Registration Number:	3465705	SERGEANT'S
Registration Number:	3470477	SERGEANT'S
Registration Number:	3474792	SERGEANT'S
Registration Number:	0816443	SERGEANT'S
Registration Number:	3081652	SERGEANT'S GOLD
Registration Number:	3109005	SERGEANT'S SILVER
Registration Number:	3440525	SKIP-FLEA
Registration Number:	2895892	STEAK HOUSE
Registration Number:	0226819	SURE SHOT
Registration Number:	3517802	SURGI-LOCK 20C
Registration Number:	2346355	UNCLE SAM'S
Registration Number:	3510624	VETSCRIPTION
Registration Number:	3652554	WORM AWAY
Registration Number:	0740219	WORM-AWAY
Registration Number:	2608949	YIP YAP
Registration Number:	3551411	YIPPEE SKIPPY
Registration Number:	3270216	ZOINK!
Serial Number:	77714047	MARACYN
Serial Number:	77731492	MARDEL
Serial Number:	77731374	MARDEL
Serial Number:	77799388	PETROMALT
Serial Number:	77750198	PURRSUASIONS!

CORRESPONDENCE DATA

Fax Number: (402)964-5050

TRADEMARK
REEL: 004073 FRAME: 0675

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: (402) 964-5144
Email: pto-om@huschblackwell.com
Correspondent Name: Christopher M. Bikus
Address Line 1: 1620 Dodge Street, Suite 2100
Address Line 4: Omaha, NEBRASKA 68102-1504

ATTORNEY DOCKET NUMBER:	16815.54
NAME OF SUBMITTER:	Christopher M. Bikus
Signature:	/Christopher M. Bikus/
Date:	10/05/2009

Total Attachments: 7

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Security Agreement — Trademarks

WHEREAS, Sergeant's Pet Care Products, Inc., a Nevada corporation (hereinafter referred to as "Assignor"), has adopted, used, and is using the trademarks listed on the attached Schedule 1-A, which trademarks are registered or the subject of pending applications for registration in the United States Patent and Trademark Office (the "Trademarks");

WHEREAS, Assignor is obligated to Bank of the West, a California corporation (hereinafter referred to as "Assignee"), and has entered into a Security Agreement (the "Agreement") in favor of Assignee: and

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby assign unto Assignee and grant to Assignee a security interest in, and mortgage on, all right, title, and interest of Assignor in and to the Trademarks, and the applications and registrations thereof, together with the goodwill of the business connected with the use of and symbolized by the Trademarks, and all proceeds thereof, including, without limitation, any and all causes of action for infringement thereof and any and all royalties for any licenses thereof (the "Collateral"), to secure the prompt payment, performance, and observance of the Obligations, as defined in the Agreement. Assignor does hereby further acknowledge and affirm that the rights and remedies of Assignee with respect to the assignment of and security interest in the Collateral made and granted hereby are more fully set forth in the Agreement, the terms and provisions of which are incorporated herein by reference as if fully set forth herein.

[signature page follows]

IN WITNESS WHEREOF, Assignor has caused this Assignment to be duly executed by its officer thereto duly authorized effective as of the 2nd day of October, 2009.

SERGEANT'S PET CARE PRODUCTS, INC.

By:  _____

Name: Robert Scharf

Title: President

STATE OF NEBRASKA)
) SS
COUNTY OF DOUGLAS)

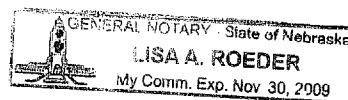
On this 1st day of October, 2009, before me personally appeared the above-named Robert Scharf, to me known, who being by me duly sworn according to law, on his oath stated that he is the President of Sergeant's Pet Care Products, Inc., and acknowledged that he signed, sealed, and delivered the foregoing instrument as the free and voluntary act and deed of said corporation.

Lisa A Roeder

Notary Public

My Commission Expires:

November 30, 2009



Schedule 1-A

Registered Trademarks:

<u>Registration No.</u>	<u>Mark</u>
2,638,972	AP (and Design)
1,207,788	ATLANTIS
1,861,440	BAA-BAA-Q'S
2,876,839	BANSECT
3,520,265	BANSECT
2,831,917	BENADENE
3,176,140	BUDDY'S
2,364,512	BUDDY'S GLOW BALL
3,421,922	CARING FOR PETS SINCE 1868
3,421,924	CARING FOR PETS SINCE 1868
3,421,926	CARING FOR PETS SINCE 1868
3,425,865	CARING FOR PETS SINCE 1868
3,425,866	CARING FOR PETS SINCE 1868
3,503,774	CARING FOR PETS SINCE 1868
2,818,394	CRAZY CLAWS
2,818,395	CRAZY PAWS
2,737,466	DENTAFRESH
3,652,515	DERMASPHERE
3,356,218	DERMASPHERES
1,013,936	DOGGYDENT
1,219,647	DOUBLE DUTY

1,673,167	FUR-SO-FRESH
0,973,692	GEISLER (and Design)
3,063,129	GO! PADS
3,138,546	LIL' BUDDY SNACKERS
3,220,140	LIVEMETER
2,852,211	MARDEL
3,158,074	MISC. DESIGN (MAILMAN)
3,158,071	MISC. DESIGN (MILKMAN)
3,158,068	MISC. DESIGN (POLICEMAN)
2,076,439	MOO-MOO-Q'S (previously MOO-Q's)
3,270,275	NATURE'S GUARDIAN
1,803,880	OLD WEST PET TREATS
2,230,774	OLD WEST TREAT COMPANY
2,173,959	OLD WEST TREAT COMPANY (and Design)
1,593,298	PEOPLE CRACKERS (Principal)
3,112,668	PEOPLE VITAMINS
1,753,554	PETRODEX
2,856,069	PETRODEX
2,811,103	PIT'R PAT
3,573,546	POOCHI
2,817,121	POOCHI
3,440,526	POOCHI
3,277,805	POWZER
3,380,668	POWZER (and Design)
3,001,884	PURRSCRIPTIONS

0,798,686	SENTRY
3,002,748	SENTRY
3,440,284	SENTRY
3,490,362	SENTRY
3,457,138	SENTRY NATURAL DEFENSE
2,974,307	SENTRYPRO
3,415,144	SENTRYPRO XFC
0,066,521	SERGEANT'S
0,964,497	SERGEANT'S
3,460,628	SERGEANT'S
3,460,629	SERGEANT'S
3,460,630	SERGEANT'S
3,465,688	SERGEANT'S
3,465,705	SERGEANT'S
3,470,477	SERGEANT'S
3,474,792	SERGEANT'S
0,816,443	SERGEANT'S (Stylized)
3,081,652	SERGEANT'S GOLD
3,109,005	SERGEANT'S SILVER
3,440,525	SKIP-FLEA
2,895,892	STEAK HOUSE
0,226,819	SURE SHOT
3,517,802	SURGI-LOCK 20C
2,346,355	UNCLE SAM'S
3,510,624	VETSCRIPTION

3,652,554	WORM AWAY
0,740,219	WORM-AWAY
2,608,949	YIP YAP
3,551,411	YIPPEE SKIPPY
3,270,216	ZOINK!

Pending Trademarks:

<u>Serial No.</u>	<u>Mark</u>
77/714,047	MARACYN
77/731,492	MARDEL
77/731,374	MARDEL
77/799,388	PETROMALT
77/750,198	PURRSUASIONS!