

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
Judkins Nursery, Inc.		12/07/2010	CORPORATION: TENNESSEE
Tri-B Nursery, Inc.		12/07/2010	CORPORATION: OKLAHOMA
Zelenka Nursery, LLC		12/07/2010	LIMITED LIABILITY COMPANY: OKLAHOMA
Zelenka West, LLC		12/07/2010	LIMITED LIABILITY COMPANY: OKLAHOMA

RECEIVING PARTY DATA

Name:	BFN Operations LLC
Street Address:	3635 Highway 51
City:	Cherokee
State/Country:	OKLAHOMA
Postal Code:	74441
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 8

Property Type	Number	Word Mark
Registration Number:	1883820	NATURE'S PROMISE
Registration Number:	3217697	HYSTERIA
Registration Number:	3572508	FOREVER & EVER
Registration Number:	3764240	FOREVER AND EVER HYDRANGEA
Registration Number:	3821722	NATURAL LIFE
Registration Number:	3821724	NATURAL LIFE
Registration Number:	3824634	SUPER SWEET
Serial Number:	85172647	PLATINUM PERENNIALS

CORRESPONDENCE DATA

Fax Number: (804)344-7999

900178672

**TRADEMARK
 REEL: 004432 FRAME: 0872**

CH \$215.00 1883820

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

Phone: 804-788-8523
Email: HWRITM@hunton.com
Correspondent Name: Edward T. White - Hunton & Williams LLP
Address Line 1: 951 East Byrd Street
Address Line 2: Riverfront Plaza - East Tower
Address Line 4: Richmond, VIRGINIA 23219-4074

ATTORNEY DOCKET NUMBER:	76200.9
NAME OF SUBMITTER:	Edward T. White
Signature:	/Edward T. White/
Date:	12/14/2010

Total Attachments: 5
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INTELLECTUAL PROPERTY ASSIGNMENT AGREEMENT

THIS INTELLECTUAL PROPERTY ASSIGNMENT is entered into on December 7, 2010 (the "Effective Date"), by and between Judkins Nursery, Inc., a Tennessee corporation, Tri-B Nursery, Inc., an Oklahoma corporation, Zelenka Nursery, LLC, an Oklahoma limited liability company, Zelenka West, LLC, an Oklahoma limited liability company (collectively, "Berry" or "Assignors"), and BFN Operations LLC ("BFN" or "Assignee").

WHEREAS, Assignors own the intellectual property assets identified in the attached Schedule A (the "IP Assets");

WHEREAS, pursuant to that certain Asset Purchase Agreement, dated as of December 7, 2010, by and between Assignors and Assignees, Assignees purchased certain assets of Assignors, including the IP Assets; and

WHEREAS, Assignors desire to assign to Assignee, and Assignee desires to acquire from Assignors, any and all rights that Assignors have in and to the IP Assets;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignors do hereby assign, sell, transfer and convey unto Assignee all right, title and interest in and to the IP Assets, together with all of the goodwill of the business symbolized by the IP Assets.

Assignors and Assignee agree to use commercially reasonable efforts to take, or cause to be taken, all actions, and to do or cause to be done, all things necessary, proper and advisable under applicable law in order to vest all of Assignors' right, title and interest in and to the IP Assets in Assignee and/or to provide evidence to support any of the foregoing in the event such evidence is necessary, to the extent such evidence is in the possession or control of Assignee.

[Signature Page to Follow]

IN WITNESS WHEREOF, the undersigned have duly executed this Intellectual Property Assignment for and on behalf of Assignors and Assignee, effective as of the Effective Date written above

JUDKINS NURSERY, INC.

By: 

Name: Bob R. Berry

Title: President

TRI-B NURSERY, INC.

By: 

Name: Bob R. Berry

Title: President

ZELENKA NURSERY, LLC

By: 

Name: Bob R. Berry

Title: President / Manager

ZELENKA WEST, LLC

By: 

Name: Bob R. Berry

Title: President / Manager

BFN OPERATIONS LLC

By: _____

Name:

Title:

By: _____

Name:

Title:

[Signature Page to Intellectual Property Assignment (Berry to BFN)]

IN WITNESS WHEREOF, the undersigned have duly executed this Intellectual Property Assignment for and on behalf of Assignors and Assignee, effective as of the Effective Date written above

JUDKINS NURSERY, INC.

By: _____
Name:
Title:

TRI-B NURSERY, INC.

By: _____
Name:
Title:

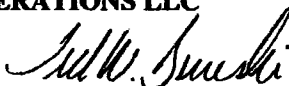
ZELENKA NURSERY, LLC


By: _____
Name:
Title:

ZELENKA WEST, LLC

By: _____
Name:
Title:


BFN OPERATIONS LLC

By: 
Name: **Ted W. Beneski**
Title: **Chairman of the Board**

By: 
Name: **Victor L. Vescovo**
Title: **Managing Director**

[Signature Page to Intellectual Property Assignment (Berry to BFN)]

SCHEDULE A**Trademarks**

NATURE'S PROMISE	1,883,820
HYSTERIA	3,217,697
FOREVER & EVER	3,572,508
HYDRANGEA FOREVER AND EVER	3,764,240
NATURAL LIFE	3,821,722
NATURAL LIFE and Design 	3,821,724
SUPER SWEET	3,824,634
PLATINUM PERENNIALS	85/172,647

Copyrights

1993-1994 Wholesale Price List	TX0003632899	10/25/1993
Natural Life Tag	VA0000898432	02/12/1998
Natural Life Guide to Landscape Plants.	TX0005830814	10/15/2003
Selected for Summer Planting.	VA0000791963	05/28/1996
Zelenka Nursery, Inc., 1998 Wholesale Price List.	VA0000898266	02/12/1998
Zelenka Nursery Inc. Wholesale Price List. 1994-1995	TX0003884577	09/06/1994

Accounts Receivable System	TXu000247124	07/25/1986
Orbit System	TXu000248169	07/25/1986

Domain Names

www.zelenkanursery.com
www.berrynurseries.com

Common Law marks

Berry Family of Nurseries word mark

