

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

02/07/2011
 900183385

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Callaway & Kirk LLC		05/06/2009	LIMITED LIABILITY COMPANY:
RECEIVING PARTY DATA			
Name:	Callaway Arts & Entertainment, Inc.		
Street Address:	19 Fulton Street		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	11753		
Entity Type:	CORPORATION: Incorporated in Delaware, USA, Inc		
PROPERTY NUMBERS Total: 5			
Property Type	Number	Word Mark	
Registration Number:	3550156	WHERE HAPPINESS GROWS	
Registration Number:	3550157	WHERE HAPPINESS GROWS	
Registration Number:	3550158	WHERE HAPPINESS GROWS	
Registration Number:	3550159	WHERE HAPPINESS GROWS	
Registration Number:	3550160	WHERE HAPPINESS GROWS	
CORRESPONDENCE DATA			
Fax Number:	(516)935-0507		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	516-847-8314		
Email:	readrover5@aol.com		
Correspondent Name:	Laurie Feigenbaum		
Address Line 1:	61 Bounty Lane		
Address Line 4:	Jericho, NEW YORK 11753		
NAME OF SUBMITTER:	Nicholas Callaway		

OP \$140.00 3550156

Name:

/nicholas callaway/

Date:

02/07/2011

Total Attachments: 2

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source=Callaway trademark assignment Where Happiness Grows#page2.tif

TRADEMARK ASSIGNMENT

This TRADEMARK AND TRADE NAME ASSIGNMENT & LICENSE ("Trademark Assignment") dated as of May 6th, 2009 (the "Effective Date"), is made by and between Callaway & Kirk LLC ("Assignor"), and Callaway Arts & Entertainment, Inc. ("Assignee").

WHEREAS, Assignor is the current registrant of the trademarks and trade names listed on Exhibit A attached hereto (the "Trademarks and Trade Names");

WHEREAS, Assignor agreed to assign, and Assignee agreed to acquire the Trademarks and Trade Names pursuant to the Agreement dated May 6, 2009 entitled the Master Agreement as the Trademarks and Trade Names are part of the Sunny Patch Brand transferred pursuant to that Agreement.

NOW, THEREFORE, in consideration of the foregoing and the mutual promises and agreements contained in this Assignment and in the Master Agreement, and for other good and valuable consideration the receipt and sufficiency of which are hereby acknowledged, the parties hereby agree as follows:

1. Assignment. Assignor hereby assigns to Assignee, and Assignee hereby accepts, any and all rights, title and interests Assignor holds, or may come to hold in, to, and under the Trademarks and Trade Names, together with all rights derived therefrom, including statutory and contractual rights, all registrations that have been or may be granted thereon, all applications for registrations thereof, the same to be held and enjoyed by Assignee for its own use and enjoyment and the use and enjoyment of its successors and assigns to the end of the term or terms for which the Trademark and Trade Names are granted or reissued or extended as fully and entirely as the same would have been held and enjoyed by Assignor if this assignment and sale had not been made, and in and to all income, royalties, damages and payments now or hereafter due or payable with respect to the Trademark and Trade Names including in and under all causes of action (either in law or in equity).

IN WITNESS WHEREOF, Assignor and Assignee have caused this instrument to be executed by its respective duly authorized representative as of the Effective Date.

Callaway & Kirk LLC

By

Name: Nicholas Callaway
Title: Member

Callaway Arts & Entertainment, Inc.

By

Name: John W. Lee II
Title: President

EXHIBIT A**TRADEMARK AND TRADE NAME**

Where Happiness Grows	Words only	Garden tools, namely trowels. (class 8)	Registered 3550156
Where Happiness Grows	Words only	Watering cans and pails (class 21)	Registered 3550158
Where Happiness Grows	Words only	Clothing, namely boots, raincoats, and flip flops (class 25)	Registered 3550159
Where Happiness Grows	Words only	Croquet sets; playground equipment, namely, sand boxes; tossing disc toys (class 28)	Registered 3550160
Where Happiness Grows	Words only	Gardening sprinklers (class 21)	Registered 3550157

Fax to: Tonya Lee
Fax Number: 571-273-0140

From: Laurie Feigenbaum

Re: Attached Document ID Number: 900183385

The receiving party, Callaway Arts & Entertainment, Inc., is a corporation, incorporated in Delaware.

Please call me at 516-647-8314 or email me at Lfcigenbaum@eastwoods.org if you have any questions.

Thank you,
Laurie Feigenbaum

Fax to: Tonya Lee
Fax Number: 571-273-0140

From: Laurie Feigenbaum

Re: Attached Document ID Number: 900183385

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Laurie Feigenbaum

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