

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	NUNC PRO TUNC ASSIGNMENT
EFFECTIVE DATE:	02/28/2011

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
OMS Investments, Inc.		02/28/2011	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Scotts International B.V.
Street Address:	Nijverheidsweg 1-5
City:	Heerlen
State/Country:	NETHERLANDS
Postal Code:	6422 PD
Entity Type:	COMPANY: NETHERLANDS

PROPERTY NUMBERS Total: 13

Property Type	Number	Word Mark
Serial Number:	77410070	CANEBLEN
Serial Number:	77649236	EXACT
Serial Number:	77676557	FILEX
Serial Number:	77537079	MAXGUARD
Serial Number:	77537092	MAXGUARD
Serial Number:	77906492	OSMOCOTE
Serial Number:	77783196	OSMOCOTE PLUS FUSION TECHNOLOGY
Serial Number:	77783190	OSMOCOTE PRO FUSION TECHNOLOGY
Serial Number:	77410098	PROBLEN
Serial Number:	77248441	SHRUBBLEN
Serial Number:	85050332	SIERRABLEN
Serial Number:	77410091	TOPBLEN
Serial Number:	77248438	TREEBLEN

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TRADEMARK

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REEL: 004516 FRAME: 0571

CORRESPONDENCE DATA

Fax Number: (314)667-3633
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 314-552-6000
Email: cfogelman@thompsoncoburn.com
Correspondent Name: Thompson Coburn LLP
Address Line 1: One U.S. Bank Plaza
Address Line 4: St. Louis, MISSOURI 63101

ATTORNEY DOCKET NUMBER:	53419-95932
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DOMESTIC REPRESENTATIVE

Name: Thompson Coburn LLP
Address Line 1: One U.S. Bank Plaza
Address Line 4: St. Louis, MISSOURI 63101

NAME OF SUBMITTER:	Tiffany L. Schwartz
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Signature:	/Tiffany L. Schwartz/
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Date:	04/06/2011
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Total Attachments: 3
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NUNC PRO TUNC TRADEMARK ASSIGNMENT

WHEREAS, OMS Investments, Inc., a Delaware corporation having an office at 10250 Constellation Boulevard, Suite 2800, Los Angeles, California 90067-6228 (“OMS”) and Scotts International B.V., a Heerlen, The Netherlands corporation having an office at Nijverheidsweg 1-2, 6422 PD Heerlen, The Netherlands (company registration no. 14027868) (“SCOTTS”) entered into a Registered Mark Assignment dated ^{Feb. 28, 2011} _____ (the “Registered Mark Assignment”) whereby OMS agreed to assign all right, title and interest in and to certain trademarks listed therein, and registrations and pending applications therefor, to SCOTTS, including without limitation the trademarks and intent-to-use United States trademark applications listed in **Schedule A** attached hereto (hereinafter these trademarks and trademark applications shall be referred to collectively as the “ITU Marks”); and

WHEREAS, SCOTTS has acquired and is acquiring the portion of OMS’s business to which the ITU Marks pertain, which business is ongoing and existing.

NOW THEREFORE, in view of the foregoing premises, and for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree as follows:

1. OMS has, and hereby does, sell, assign and transfer unto SCOTTS the entire right, title, and interest in and to the ITU Marks and any registrations issuing therefrom, together with the goodwill associated therewith, and the right to sue for, and recover for, any past infringements thereof, to be held and enjoyed by SCOTTS, its successors and assigns, as fully and entirely as the same would have been held and enjoyed by OMS had no sale and assignment of said ITU Marks been made.
2. OMS further agrees to execute such further documents reasonably required by SCOTTS to secure and enforce the rights granted to SCOTTS under this Assignment.
3. This Nunc Pro Tunc Trademark Assignment is intended to supplement, not supersede, the Registered Mark Assignment.

IN WITNESS WHEREOF, I have hereunto set my hand the 5 day of April, 2011.

OMS Investments, Inc.

Rebecca Howell

Signature

Rebecca Howell, Asst Treasurer

Printed Name and Title

STATE OF NEVADA :

COUNTY OF CLARK :

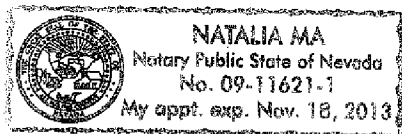
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On this 5 day of APRIL, 2011 before me, a Notary Public, within and for the County of CLARK, State of NEVADA, personally appeared Rebecca Howell, to me known to be the person described in and who executed the foregoing assignment and acknowledged that he executed same as his/her free act and deed.

IN TESTIMONY WHEREOF, I have hereunto set my hand and seal the date and year last above written.

[Signature]

Notary Public



Notarial Seal

My Commission Expires: NOV 18 2013

SCHEDULE A

TRADEMARK	U.S. Application Serial No.	Filing Date
CANELEN	77/410,070	2/29/2008
EXACT	77/649,236	1/14/2009
FILEX	77/676,557	2/23/2009
MAXGUARD	77/537,079	8/1/2008
MAXGUARD	77/537,092	8/1/2008
OSMOCOTE	77/906,492	1/6/2010
OSMOCOTE PLUS FUSION TECHNOLOGY & Design	77/783,196	7/16/2009
OSMOCOTE PRO FUSION TECHNOLOGY & Design	77/783,190	7/16/2009
PROBLEM	77/410,098	2/29/2008
SHRUBBLEN	77/248,441	8/6/2007
SIERRABLEN	85/050,332	5/28/2010
TOPBLEN	77/410,091	2/29/2008
TREEBLEN	77/248,438	8/6/2007