

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Bill of Sale

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Carolina Nurseries, Inc.		12/03/2010	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	ZZ Acquisitions, LLC
Street Address:	4838 Jenkins Avenue
City:	North Charleston
State/Country:	SOUTH CAROLINA
Postal Code:	29405
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 36

Property Type	Number	Word Mark
Registration Number:	3652740	HISTORIC BOTANICAL COLLECTION
Serial Number:	78483928	BILL WALLACE
Registration Number:	3785184	FIZZ
Registration Number:	3726343	THE GREENER THINGS IN LIFE
Registration Number:	3726323	PLANTS THAT WORK IN THE KITCHEN
Registration Number:	3822527	CANDY STORE
Registration Number:	3658796	OCTOBER MAGIC
Registration Number:	3707531	CHINESE BUTTERFLY
Registration Number:	3242332	PLANTS THAT WORK BRING ON THE HEAT
Registration Number:	3247238	PLANTS THAT WORK
Registration Number:	3247243	TWICE AS NICE
Registration Number:	3136828	MOJO
Registration Number:	3556599	PLANTS THAT WORK IN NOOKS & CRANNIES
Registration Number:	3547649	REGALINA

OP \$915.00 3652740

Registration Number:	3544147	PLANTS THAT WORK GARDEN SENSATIONS
Registration Number:	3531889	BABYBINI
Registration Number:	3528528	GOLDEN TOUCH
Registration Number:	3517570	PLANTS THAT WORK BY COLOR
Registration Number:	3517566	FIRE DANCER
Registration Number:	3517567	CLOUD DANCER
Registration Number:	3517563	BEDAZZLE
Registration Number:	3517562	BREEZEE
Registration Number:	3517561	SUMMER RADIANCE
Registration Number:	3513813	MYSTICAL
Registration Number:	3513632	ARCELIA
Registration Number:	3513631	OOPS-A-DAISY
Registration Number:	3513630	KAROO
Registration Number:	3513629	DORIS DAISY
Registration Number:	3430871	CAROLINA NURSERIES
Registration Number:	2989864	SHADY LADY
Registration Number:	3578821	CAROLINA LANDSCAPE SUPPLY
Registration Number:	2727680	TWICE AS NICE
Registration Number:	2666410	PICK UP AND GROW.
Registration Number:	2500930	PLANTS THAT WORK
Registration Number:	2445607	PLANTS THAT WORK
Registration Number:	1943792	CAROLINA NURSERIES

CORRESPONDENCE DATA

Fax Number: (803)255-9831
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: (803) 799-2000
Email: ip@nelsonmullins.com
Correspondent Name: Nelson Mullins Riley & Scarborough LLP
Address Line 1: 100 North Tryon Street
Address Line 2: 42nd Floor, IP Department
Address Line 4: Charlotte, NORTH CAROLINA 28202

NAME OF SUBMITTER:	John C. McElwaine
Signature:	/John C. McElwaine/
Date:	07/29/2011

Total Attachments: 8

TRADEMARK
REEL: 004594 FRAME: 0263

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STATE OF SOUTH CAROLINA)	IN THE COURT OF COMMON PLEAS
)	NINTH JUDICIAL CIRCUIT
COUNTY OF BERKELEY)	CASE NO. 2010-CP-08-1661
)	
ZZ ACQUISITIONS, LLC,)	
)	
Plaintiff,)	
)	
vs.)	
)	
CAROLINA NURSERIES, INC.,)	
WACHOVIA BANK, NATIONAL)	BILL OF SALE
ASSOCIATION, WELLS FARGO HSBC)	
TRADE BANK, NATIONAL)	
ASSOCIATION, AND SPRING MEADOW)	
NURSERY, INC.,)	
)	
Defendants.)	

UNDER AUTHORITY of the Master’s Report and Final Order of Judgment and Sale filed with the Berkeley County Clerk of Court on October 7, 2010 (the “Order”), I offered for sale, to the highest bidder for cash, at public auction, the personal and real property subject to this suit, and received a high bid of _____ DOLLARS for the real property which is described in Exhibits "A" and "A-1" attached hereto and incorporate herein by reference (the “Real Property”), and the personal property which is described in Exhibits "B" and "C" attached hereto and incorporate herein by reference (the “Personal Property”), said Real Property and Personal Property were sold together at the sale held on November 3, 2010 and rebid on December 3, 2010. The successful bidder at such sale and rebid was ZZ Acquisitions, LLC (“Plaintiff” or “ZZ Acquisitions”).

NOW, THEREFORE, KNOW ALL MEN BY THESE PRESENTS, that I, in my capacity as Master-in-Equity for Berkeley County, South Carolina, (the “Seller”), for and in consideration of the sum of _____

DOLLARS, lawful money of the United States, paid at or before the sealing and delivery of these presents by ZZ Acquisitions, LLC, with offices at 4838 Jenkins Road, North Charleston, South Carolina 29405 ("Buyer"), the receipt and sufficiency whereof are hereby acknowledged, has sold and by these presents does sell, convey, assign, deliver, and transfer unto Buyer all the Personal Property more particularly described in Exhibits "B" and "C" attached hereto and incorporate herein by reference

TO HAVE AND TO HOLD the same unto Buyer, its successors and assigns, forever.

This Bill of Sale is made, executed, and delivered pursuant to the terms of the Order and is subject to all of the terms, provisions, limitations, and conditions thereof.

IN WITNESS WHEREOF, Seller has duly executed this Bill of Sale effective as of this 3 day of December, 2010.

IN THE PRESENCE OF:

Debbie R. Montgomery
Amanda K. Williams

Robert E. Watson
Robert E. Watson
Master-in-Equity for Berkeley County

Moncks Corner, South Carolina
Dated: December 3, 2010

(xxvi) All accounts, contract rights, chattel paper, instruments, deposit accounts, letter of credit rights, payment intangibles, and general intangibles, including all amounts due to Carolina Nurseries from a factor; and all returned or repossessed goods which, on sale or lease, resulted in an account or chattel paper;

(xxvii) All inventory, including all materials, work in process and finished goods;

(xxviii) All trees, vines, plants, crops and farm products;

(xxix) All tools, furniture, fixtures, equipment and machinery, and which in all cases is (i) used or useful or acquired in connection with any construction undertaken on the Land or the maintenance of the Land and the Improvements, or (ii) affixed or installed, or to be affixed or installed in any manner on the Land or the Improvements.

(xxx) All machinery, furniture, fixtures and other equipment of every type now owned by Carolina Nurseries.

(xxxi) All instruments, notes, chattel paper, documents, certificates of deposit, securities and investment property of every type including all liens, security agreements, leases, and other contracts securing or otherwise relating to the foregoing.

(xxxii) All general intangibles, including, but not limited to, (i) all patents, and all unpatented or unpatentable inventions, including those certain patents shown on Exhibit "C" hereto; (ii) all inventions, discoveries, and research and development; (iii) all trademarks, service marks, slogans, company names, and trade names, including those certain trademarks, service marks and trade names also shown on Exhibit "C" hereto; (iv) all logos, copyrights, and literary rights; (v) all computer software programs; (vi) all domain names and websites; (vii) telephone numbers and Internet protocol addresses; (viii) all trade secrets, proprietary information, customer lists, manufacturing, engineering and production plans, drawings, specifications, processes and systems; (ix) all of Borrower's rights in and to all license agreements to which Borrower is a party and all licenses owned or controlled by Borrower (provided this assignment of licenses shall not be effective as to any license(s) to the extent it is prohibited by the applicable license agreement as existing on the date hereof); and (x) all registrations and applications for any of the preceding. The Collateral shall include all goodwill connected with or symbolized by any of such general intangibles; all contract rights, documents, applications, licenses, materials and other matters related to such general intangibles; all tangible property embodying or incorporating any such general intangibles; and all chattel paper and instruments relating to such general intangibles.

(xxxiii) All negotiable and nonnegotiable documents of title covering any Collateral.

(xxxiv) All accessions, attachments and other additions to the Collateral, and all tools, parts and equipment used in connection with the Collateral.

(xxxv) All books, data and records pertaining to any Collateral, whether in the form of a writing, photograph, microfilm or electronic media, including but not limited to any computer-readable memory and any computer hardware or software necessary to process such memory ("**Books and Records**").

EXHIBIT "C"

Patents and Trademarks

TRADEMARKS

			NUMBER	DATE
HISTORIC BOTANICAL COLLECTION	78933243	07/19/2006		
PLANTS THAT WORK BRING ON THE HEAT	78933867	07/20/2006	3242332	05/15/2007
TWICE AS NICE	78933155	07/19/2006	3247243	05/29/2007
PLANTS THAT WORK	78933040	07/19/2006	3247238	05/29/2007
BILL WALLACE	78483928	09/15/2004		
MOJO	78483885	09/15/2004	3136828	08/29/2006
PLANTS THAT WORK IN NOOKS & CRANNIES	77460308	04/29/2008	3556599	01/06/2009
RIZZ	77228083	07/12/2007		
PLANTS THAT WORK FOR THE PLANET	77559743	09/01/2008		
THE GREENER THINGS IN LIFE	77548899	08/17/2008		
PLANTS THAT WORK IN THE KITCHEN	77545158	08/12/2008		
REGALINA	77228023	07/12/2007	3547649	12/16/2008
PLANTS THAT WORK GARDEN SENSATIONS	77089165	01/23/2007	3544147	12/09/2008
BABYBINI	77228066	07/12/2007	3531889	11/11/2008
GOLDEN TOUCH	77228062	07/12/2007	3528528	11/04/2008
PLANTS THAT WORK BY COLOR	77228146	07/12/2007	3517570	10/14/2008
CLOUD DANCER	77228044	07/12/2007	3517567	10/14/2008
FIRE DANCER	77228037	07/12/2007	3517566	10/14/2008
BBDAZZLE	77227992	07/12/2007	3517563	10/14/2008
BRBEZBE	77227982	07/12/2007	3517562	10/14/2008
SUMMER RADIANCE	77227969	07/12/2007	3517561	10/14/2008
BENGAL	77228074	07/12/2007		
MYSTICAL	77290002	09/27/2007	3513813	10/07/2008
ARCELIA	77228121	07/12/2007	3513632	10/07/2008
OOPS-A-DAISY	77228105	07/12/2007	3513631	10/07/2008
KAROO	77228050	07/12/2007	3513630	10/07/2008

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BILL WALLACE	78483928	09/15/2004		
MOJO	78483885	09/15/2004	3136828	08/29/2006
PLANTS THAT WORK IN NOOKS & CRANNIES	77460308	04/29/2008	3556599	01/06/2009
FIZZ	77228083	07/12/2007		
PLANTS THAT WORK FOR THE PLANET	77559743	09/01/2008		
THE GREENER THINGS IN LIFE	77548899	08/17/2008		
PLANTS THAT WORK IN THE KITCHEN	77545158	08/12/2008		
REGALINA	77228023	07/12/2007	3547649	12/16/2008
PLANTS THAT WORK GARDEN SENSATIONS	77089165	01/23/2007	3544147	12/09/2008
BABYBINI	77228066	07/12/2007	3531889	11/11/2008
GOLDEN TOUCH	77228062	07/12/2007	3528528	11/04/2008
PLANTS THAT WORK BY COLOR	77228146	07/12/2007	3517570	10/14/2008
CLOUD DANCER	77228044	07/12/2007	3517567	10/14/2008
FIRE DANCER	77228037	07/12/2007	3517566	10/14/2008
BEDAZZLE	77227992	07/12/2007	3517563	10/14/2008
BRZEZE	77227982	07/12/2007	3517562	10/14/2008
SUMMER RADIANCE	77227969	07/12/2007	3517561	10/14/2008
BENICAL	77228074	07/12/2007		
MYSTICAL	77290002	09/27/2007	3513813	10/07/2008
ARCELIA	77228121	07/12/2007	3513632	10/07/2008
COPS-A-DAISY	77228105	07/12/2007	3513631	10/07/2008
KAROO	77228050	07/12/2007	3513630	10/07/2008

DORIS DAISY	77228008	07/12/2007	3513629	10/07/2008
AUGUSTA ORBEN	77575760	09/22/2008		
CANDY STORE	77559738	09/01/2008		
OCTOBER MAGIC	77298750	10/08/2007		
CHINSE BUTTERFLY	77541535	08/07/2008		
CAROLINA NURSERIES	77281591	09/17/2007	3430871	05/20/2008
SHADY LADY	75676744	04/06/1999	2989864	08/30/2005
CAROLINA LANDSCAPE SUPPLY	77368043	01/09/2008	3578821	02/24/2009
TWICE AS NICE	76149175	10/18/2000	2727680	06/17/2003
PICK UP AND GROW	76379376	03/06/2002	2666410	12/24/2002
EXPERIENCE THE SPLENDOR	76440038	08/09/2002	2719297	05/27/2003
PLANTS THAT WORK	75863313	12/03/1999	2500930	10/23/2001
PLANTS THAT WORK	75670875	03/30/1999	2445607	04/24/2001
CAROLINA NURSERIES	74585894	10/14/1994	1943792	12/26/1995

PATENT APPLICATIONS

Ptilosporum plant named 'CNI Thoe'	11/041,617	01/22/2005	PP16188	01/03/2005
Loiopedalum plant named 'Bill Wallace'	10/743,108	12/22/2003	PP15217	10/26/2004

DORIS DAISY	77228008	07/12/2007	3513629	10/07/2008
AUGUSTA GREEN	77575760	09/22/2008		
CANDY STORB	77559738	09/01/2008		
OCTOBER MAGIC	77298750	10/08/2007		
CHINESE BUTTERFLY	77541535	08/07/2008		
CAROLINA NURSERIES	77281591	09/17/2007	3430871	05/20/2008
SHADY LADY	75676744	04/06/1999	2989864	08/30/2005
CAROLINA LANDSCAPE SUPPLY	77368043	01/09/2008	3578821	02/24/2009
TWICE AS NICE	76149175	10/18/2000	2727680	06/17/2003
PICK UP AND GROW	76379376	03/06/2002	2666410	12/24/2002
EXPERIENCE THE SPLENDOR	76440038	08/09/2002	2719297	05/27/2003
PLANTS THAT WORK	75863313	12/03/1999	2500930	10/23/2001
PLANTS THAT WORK	75670875	03/30/1999	2445607	04/24/2001
CAROLINA NURSERIES	74585894	10/14/1994	1943792	12/26/1995

PATENT APPLICATIONS

Pittosporum plant named 'CNI Three'	11/041,617	01/22/2005	PP16188	01/03/2006
Loropetalum plant named 'Bill Wallace'	10/743,108	12/22/2003	PP15277	10/26/2004