

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
A.E.M. ACQUISITION ULC		05/18/2012	Unlimited Liability Company: CANADA
RECEIVING PARTY DATA			
Name:	RBS CITIZENS. N.A		
Street Address:	28 State Street		
City:	Boston		
State/Country:	MASSACHUSETTS		
Postal Code:	02109		
Entity Type:	National Association: UNITED STATES		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	1228674	THE GARDEN CORNER	
Registration Number:	3102515	SEEDS SEMENCES SEMILLAS SAMEN GUSTO ITALIA BASILICO BASIL BASILIC ALBALBACA BASILIKUM A FOGLIA DI LATTUGA	
CORRESPONDENCE DATA			
Fax Number: 7045032622			
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone: 704 503 2600			
Email: trademarks@kslaw.com,jbuchner@kslaw.com,chudson@kslaw.com,vbantug@kslaw.com			
Correspondent Name: King & Spalding LLP, Jennifer L. Buchner			
Address Line 1: 100 N Tryon Street			
Address Line 4: Charlotte, NORTH CAROLINA 28202			
ATTORNEY DOCKET NUMBER:	18588.015025 AEMC SECINT		

OP \$65.00 1228674

NAME OF SUBMITTER:	Vicky R. Bantug, Paralegal
Signature:	/Vicky Bantug/
Date:	06/14/2012
Total Attachments: 4 source=AEMC-Signed AgmtUSTM#page1.tif source=AEMC-Signed AgmtUSTM#page2.tif source=AEMC-Signed AgmtUSTM#page3.tif source=AEMC-Signed AgmtUSTM#page4.tif	

NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office and Canadian Intellectual Property Office

Ladies and Gentlemen:

Please be advised that (a) pursuant to the Security Agreement dated as of May 18, 2012 (as amended, modified, extended, restated, replaced, or supplemented from time to time, the "Security Agreement"), by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and RBS Citizens, N.A., as Administrative Agent (the "Administrative Agent") for the secured parties referenced therein (the "Secured Parties"), the undersigned Obligor has granted a continuing security interest in and continuing lien upon [the trademarks, trademark licenses and trademark applications] shown on Schedule 1 attached hereto (the "Trademarks") to the Administrative Agent for the ratable benefit of the Secured Parties and (b) the undersigned hereby grants to the Administrative Agent, for the ratable benefit of the Secured Parties, a continuing security interest in, and a right to set off against, any and all right, title and interest of such Obligor in and to the Trademarks.

The Obligors and the Administrative Agent, on behalf of the Secured Parties, hereby acknowledge and agree that the security interest in the Trademarks (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any Trademark.

(AEMC)

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NOTICE OF SECURITY INTEREST IN CANADIAN TRADEMARKS and U.S. Trademarks
PLANTATION PRODUCTS, LLC

Very truly yours,

A.E.M. ACQUISITION ULC

By: 


Name: Michael Ruzel

Title: Vice President

NOTICE OF SECURITY INTEREST IN TRADEMARKS
PLANTATION PRODUCTS, LLC



Acknowledged and Accepted:

RBS CITIZENS, N.A.,
as Administrative Agent

By: 
Name: Saun Caldwell
Title: Vice-President

Schedule 1

II. The following trademarks are owned by the Canadian Borrower.

Owner	Country	Trademark	Goods/Services	App. No.	Filing Date	Reg. No.	Reg. Date	Due Date
AEMC	United States	THE GARDEN CORNER	Vegetable and flower Seeds	73/344214	Jan. 8, 1982	1,228,674	Feb. 22, 1983	Feb. 22, 2013
AEMC	United States		Seeds of vegetables and herbs typical to Italian-style cooking for use in planting in gardens	76/059030	May 30, 2000	3,102,515	June 13, 2006	June 13, 2006
AEMC	Canada	ARPENTS VERTS	Lawn seed	452033	Mar. 28, 1980	TMA 259372	May 29, 1981	May 29, 2026
AEMC	Canada	EMERALD	Lawn Seed	391088	Oct. 27, 1975	TMA 237958	Dec. 7, 1979	Dec. 9, 2024
AEMC	Canada	GARDENER'S CHOICE	Vegetable and flower seeds	747090	Feb. 8, 1994	TMA 487400	Dec. 23, 1997	Dec. 23, 2027
AEMC	Canada		(1) Vegetable and flower seeds. (2) Lawnseeds; bulbs, corms, roots and cuttings; rose bushes, shrubs and trees; fertilizer and plant foods; lawn and garden watering equipment namely hoses, sprinklers and related accessories; soils and soil amendments namely peat moss and compost; mulches and decorative stones;	592552	Sept. 28, 1987	TMA 353961	Mar. 23, 2004	Mar. 23, 2019

{HTW00004537; 10}