

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CONFIRMATION AND PARTIAL RELEASE OF SECURITY INTEREST

CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
WELLS FARGO BANK, N.A.		06/11/2013	National Banking Association: UNITED STATES

RECEIVING PARTY DATA	
Name:	W. ATLEE BURPEE COMPANY
Street Address:	300 Park Avenue
City:	Warminster
State/Country:	PENNSYLVANIA
Postal Code:	18974
Entity Type:	CORPORATION: PENNSYLVANIA

PROPERTY NUMBERS Total: 2		
Property Type	Number	Word Mark
Registration Number:	3157014	HERONSWOOD
Registration Number:	3090341	HERONSWOOD

CORRESPONDENCE DATA	
Fax Number:	2155648120
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>	
Phone:	215-564-8602
Email:	Svictor@stradley.com
Correspondent Name:	Sheila Victor for Maria J. Wing, Esq.
Address Line 1:	Stradley Ronon Stevens & Young, LLP
Address Line 2:	2005 Market Street, Suite 2600
Address Line 4:	Philadelphia, PENNSYLVANIA 19103

ATTORNEY DOCKET NUMBER:	161585-0019
NAME OF SUBMITTER:	Sheila Victor

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Signature:	/Sheila Victor/
Date:	06/14/2013
Total Attachments: 3 source=161585-0019-Confirmation-PartialReleaseSecurityInterest#page1.tif source=161585-0019-Confirmation-PartialReleaseSecurityInterest#page2.tif source=161585-0019-Confirmation-PartialReleaseSecurityInterest#page3.tif	

CONFIRMATION AND PARTIAL RELEASE OF SECURITY INTEREST

WHEREAS, W. ATLEE BURPEE COMPANY (“Burpee”), a Pennsylvania corporation, executed and delivered in favor of WELLS FARGO BANK, N.A. (the “Lender”), that certain Intellectual Property Security Agreement executed on December 20, 2012 (the “Security Agreement”); and

WHEREAS, Burpee has informed Lender that at the time the Security Agreement was executed, Burpee erroneously identified the trademarks listed on Schedule A hereto (the “Trademarks”) as being owned by Burpee; and

WHEREAS, pursuant to the Security Agreement recorded with the United States Patent and Trademark Office January 17, 2013 at Reel/Frame 4944/0955, Burpee purported to grant to the Lender, inter alia, a first priority security interest in and to the Trademarks; and

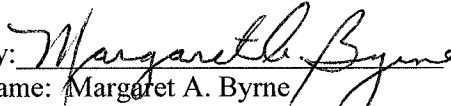
WHEREAS, Burpee has informed Lender that on or about July 17, 2012 Burpee sold all of its interests in the Trademarks to Port Gamble S’Klallam Tribe and, therefore (a) Burpee had no right, title or interest in or to the Trademarks at the time the Security Agreement was executed and (b) no security interest in the Trademarks was created; and

WHEREAS, Burpee has requested Lender confirm that it does not have a security interest in the Trademarks and to release the Trademarks from the Lender’s security interest in order to correct the mistaken inclusion of the Trademarks in the Security Agreement.

NOW, THEREFORE, in reliance on Burpee’s certification of the foregoing information as set forth below, and intending to be legally bound hereby, (i) the Lender hereby confirms that it does not have a security interest in the Trademarks and (ii) to the extent that Lender does have a security interest in the Trademarks, Lender hereby releases the Trademarks from its security interest and relinquishes all of the Lender’s interest in and to the Trademarks. For the sake of clarity, except for the Trademarks, Lender is not hereby releasing its security interest in any of Burpee’s trademarks or other assets. By its execution and delivery of this instrument, Burpee certifies that all of the information set forth in this instrument is true, correct and complete.

IN WITNESS WHEREOF, the undersigned has executed this Partial Release of Security Agreement as of this 11th day of June, 2013.

WELLS FARGO BANK, N.A.

By: 
Name: Margaret A. Byrne
Title: Vice President

Agreed:

W. ATLEE BURPEE COMPANY

By: _____
Name:
Title:

CONFIRMATION AND PARTIAL RELEASE OF SECURITY INTEREST

WHEREAS, W. ATLEE BURPEE COMPANY (“Burpee”), a Pennsylvania corporation, executed and delivered in favor of WELLS FARGO BANK, N.A. (the “Lender”), that certain Intellectual Property Security Agreement executed on December 20, 2012 (the “Security Agreement”); and

WHEREAS, Burpee has informed Lender that at the time the Security Agreement was executed, Burpee erroneously identified the trademarks listed on Schedule A hereto (the “Trademarks”) as being owned by Burpee; and

WHEREAS, pursuant to the Security Agreement recorded with the United States Patent and Trademark Office January 17, 2013 at Reel/Frame 4944/0955, Burpee purported to grant to the Lender, inter alia, a first priority security interest in and to the Trademarks; and

WHEREAS, Burpee has informed Lender that on or about July 17, 2012 Burpee sold all of its interests in the Trademarks to Port Gamble S’Klallam Tribe and, therefore (a) Burpee had no right, title or interest in or to the Trademarks at the time the Security Agreement was executed and (b) no security interest in the Trademarks was created; and

WHEREAS, Burpee has requested Lender confirm that it does not have a security interest in the Trademarks and to release the Trademarks from the Lender’s security interest in order to correct the mistaken inclusion of the Trademarks in the Security Agreement.

NOW, THEREFORE, in reliance on Burpee’s certification of the foregoing information as set forth below, and intending to be legally bound hereby, (i) the Lender hereby confirms that it does not have a security interest in the Trademarks and (ii) to the extent that Lender does have a security interest in the Trademarks, Lender hereby releases the Trademarks from its security interest and relinquishes all of the Lender’s interest in and to the Trademarks. For the sake of clarity, except for the Trademarks, Lender is not hereby releasing its security interest in any of Burpee’s trademarks or other assets. By its execution and delivery of this instrument, Burpee certifies that all of the information set forth in this instrument is true, correct and complete.

IN WITNESS WHEREOF, the undersigned has executed this Partial Release of Security Agreement as of this 11th day of June, 2013.

WELLS FARGO BANK, N.A.

By: _____
Name:
Title:

Agreed:

W. ATLEE BURPEE COMPANY

By: Chris G. Romas
Name: Chris G. Romas
Title: President & Secretary

SCHEDULE A

Registration No.

Mark

3157014

Heronswood

3090341

Heronswood