

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
R&M Supply, Inc.		10/15/2013	CORPORATION: NEVADA
RECEIVING PARTY DATA			
Name:	Hydrofarm, Inc.		
Street Address:	2249 South McDowell Boulevard Ext.		
City:	Petaluma		
State/Country:	CALIFORNIA		
Postal Code:	94954		
Entity Type:	CORPORATION: CALIFORNIA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	3293531	C. A. P. CUSTOM AUTOMATED PRODUCTS	
CORRESPONDENCE DATA			
Fax Number:	7075241906		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	707.524.1900		
Email:	dranit@smlaw.com		
Correspondent Name:	Warren L. Dranit		
Address Line 1:	P.O. Box 1867		
Address Line 4:	Santa Rosa, CALIFORNIA 95402		
ATTORNEY DOCKET NUMBER:	10375 - R&M SUPPLY		
NAME OF SUBMITTER:	Warren L. Dranit		
Signature:	/wld/		
Date:	10/20/2013		

OP \$40.00 3293531

Total Attachments: 6

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ASSIGNMENT OF TRADEMARKS

This Assignment of Trademarks ("**Assignment**"), dated October 15, 2013, is made by R&M Supply, Inc., a Nevada corporation ("**Seller**"), and Roberta Lovinger (the "**Selling Shareholder**"), Mark Lovinger ("**Lovinger**"), Sheldon Aberman ("**Aberman**" and together with Seller, Selling Shareholder and Lovinger, "**Assignors**"), in favor of Hydrofarm, Inc., a California corporation ("**Hydrofarm**").

For good and valuable consideration paid by Hydrofarm, the receipt and sufficiency of which are hereby acknowledged, Assignors do hereby assign to Hydrofarm all of their respective right, title, and interest (if any) in and to the trademarks and/or service marks listed in Exhibit A attached hereto (collectively, the "**Marks**"), together with the on-going business to which the Marks pertain, all of the goodwill associated with and symbolized by such Marks, the registrations thereof, and any rights of Assignors, and each of them, to sue any third parties for any past infringement of or to the Marks, for the use and benefit of Hydrofarm and to prosecute such registrations in the United States Patent and Trademark Office and throughout the world.

After the execution of this Assignment, at the request of Hydrofarm and at Hydrofarm's expense, but without additional consideration to Assignors, each of the Assignors will execute and deliver to Hydrofarm from time to time such further instruments of conveyance, transfer, and assignment and other documents, and will take such other actions, as Hydrofarm may reasonably require to convey and deliver more effectively to Hydrofarm the Marks, to perfect Hydrofarm's title thereto, and otherwise to accomplish the orderly transfer to Hydrofarm of the Marks and to give full effect to this Assignment.

This Assignment is binding on Assignors, and each of them, and their respective successors, heirs, personal representatives and assigns, and inures to the benefit of Hydrofarm and its successors and assigns.

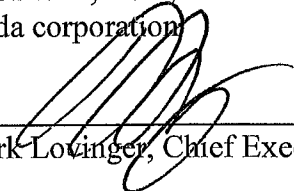
[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, intending to be legally bound hereby, the undersigned have duly executed this Assignment of Trademarks.


ASSIGNORS:

SELLER

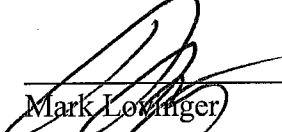
R&M SUPPLY, INC.,
a Nevada corporation

By: 
Mark Lovinger, Chief Executive Officer

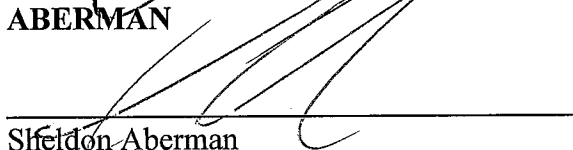
SELLING SHAREHOLDER


Roberta Lovinger

LOVINGER


Mark Lovinger

ABERMAN


Sheldon Aberman

[NOTARY ACKNOWLEDGMENT PAGE FOLLOWS]

ACKNOWLEDGMENT

State of California)
County of Riverside)

On Oct 11, 2013, before me, Kathleen M Riley,
Notary Public, personally appeared Mark Lovinger, who proved to me on the basis of
satisfactory evidence to be the person whose name is subscribed to the within instrument and
acknowledged to me that he executed the same in his authorized capacity, and that by his
signature on the instrument the person, or the entity upon behalf of which the person acted,
executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the
foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature Kathleen M Riley
(Seal)



ACKNOWLEDGMENT

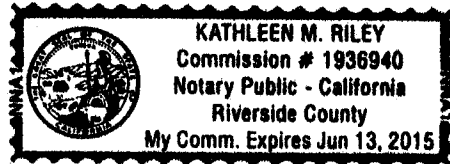
State of California)
County of Riverside)

On Oct 11, 2013, before me, Kathleen M Riley,
Notary Public, personally appeared Roberta Lovinger, who proved to me on the basis of
satisfactory evidence to be the person whose name is subscribed to the within instrument and
acknowledged to me that he executed the same in his authorized capacity, and that by his
signature on the instrument the person, or the entity upon behalf of which the person acted,
executed the instrument.

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WITNESS my hand and official seal.

Signature Kathleen M Riley
(Seal)



ACKNOWLEDGMENT

State of California)
County of _____)

On _____, 2013, before me, _____
Notary Public, personally appeared Mark Lovinger, who proved to me on the basis of
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WITNESS my hand and official seal.

Signature _____
(Seal)

ACKNOWLEDGMENT

State of California)
County of Riverside)

On Oct. 11, 2013, before me, Kathleen M Riley,
Notary Public, personally appeared Sheldon Aberman, who proved to me on the basis of
satisfactory evidence to be the person whose name is subscribed to the within instrument and
acknowledged to me that he executed the same in his authorized capacity, and that by his
signature on the instrument the person, or the entity upon behalf of which the person acted,
executed the instrument.

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WITNESS my hand and official seal.

Signature Kathleen M Riley
(Seal)



EXHIBIT A

List of Marks

Quantum Horticulture (Serial No. 85070178)
Jetfan (Registration No. 3665950)
Digilux (Registration No. 3981983)
Harvest Sun (Registration No. 3802385)
Lumecool (Registration No. 3553035)
Lumesun (Registration No. 3553034)
Valuline (Registration No. 3633765)
Xtreme (Registration No. 3553033)
C.A.P. Custom Automated Products (Registration No. 3293531)
Gro Pot
Ebb & Gro
MaxLume
Everlastics
Xtreme Nano
ValuLine
Harvest Sun
Quantum Massive
XXXtreme
LumenAire
LumeWing
VertiLume
Alum-A-Brite
Quantum BadBoy
Ebb Monster
MLC
Master Lighting Controllers
AIR-1
AIR-2
AIR-3
AIR-4
CO2-2
CO2-4
XGC-1
CGC-1
HLC-1
UPM-1
HPR-1
TMP-1
TMP-DNe
VSC-DNe
PTC-1

PTC-2
HLC-1e
HLC-2e
HLC-3e
NFT-1e
NFT-2e
ART-DNe
GEN-1LP
GEN-2LP
GEN-1NG
GEN-2NG
Fuzzy Logic Co2 Controller
PPM-1c
PPM-2a
PPM-3
REG-1
REG-2
ValuLine Centrifugal Fans
OZN-1
OZN-Jr
One Love