

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
Name	Formerly	Execution Date	Entity Type
Positive Attitude Industries, Inc.		12/16/2013	CORPORATION: NEW JERSEY
<b>RECEIVING PARTY DATA</b>			
Name:	Evergreen Synergies, LLC		
Street Address:	52 N. Main Street		
City:	Marlboro Township		
State/Country:	NEW JERSEY		
Postal Code:	07746		
Entity Type:	LIMITED LIABILITY COMPANY: NEW JERSEY		
<b>PROPERTY NUMBERS Total: 2</b>			
Property Type	Number	Word Mark	
Registration Number:	3392576	EARTHWORM	
Registration Number:	3392612	CLEAN EARTH	
<b>CORRESPONDENCE DATA</b>			
Fax Number:	2159728777		
	<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>		
Phone:	215-988-9838		
Email:	elliotsfisher@gmail.com		
Correspondent Name:	Elliot S Fisher, Esq		
Address Line 1:	1819 JFK Boulevard, Suite 400		
Address Line 4:	Philadelphia, PENNSYLVANIA 19103		
NAME OF SUBMITTER:	Elliot S Fisher		
Signature:	/Elliot S Fisher/		
Date:	12/17/2013		
Total Attachments: 3 source=Trademark Assignment- PAI (executed)#page1.tif source=Trademark Assignment- PAI (executed)#page2.tif source=Trademark Assignment- PAI (executed)#page3.tif			

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**TRADEMARK AND TRADE NAME ASSIGNMENT**

**THIS TRADEMARK AND TRADE NAME ASSIGNMENT** is dated as of December 16, 2013 (this "Assignment") by and between **POSITIVE ATTITUDE INDUSTRIES, INC.**, a New Jersey corporation doing business at 52 N. Main Street, Marlboro Township, NJ 07746 ("Assignor") and **EVERGREEN SYNERGIES, LLC**, a New Jersey limited liability company doing business at c/o 324 Sinclair Court, Morganville, NJ 07751 ("Assignee").

**WHEREAS**, Assignor is the owner of all right, title and interest in and to the trademarks and trade names, including any and all goodwill of the business symbolized thereby, as set forth on Schedule A attached hereto (collectively, the "Marks"); and

**WHEREAS**, Assignor has agreed to transfer, sell and assign to Assignee all of Assignor's right, title and interest in and to the Marks; and

**WHEREAS**, Assignee desires to own all right, title and interest in and to the Marks.

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

1. Assignment. Assignor hereby conveys and assigns to Assignee all right, title and interest in and to the Marks, including the goodwill of the business symbolized thereby, together with the right to sue for and receive all damages from past, present and future infringement of the Marks.
2. Further Assurances. Assignor agrees to execute and deliver at a future date any additional documents that Assignee reasonably determines are required to perfect Assignee's ownership of or title to the Marks.
3. Successor and Assigns. This Assignment is binding on the Assignor and its respective successors and assigns, and inures to the benefit of the Assignee and its successors and assigns.

*Assignor:*

**POSITIVE ATTITUDE INDUSTRIES, INC.**




Name: Richard Greer  
Title: President

*Assignee:*

**EVERGREEN SYNERGIES, LLC**  
**By Its Sole Member:**

**HL ENTERPRISES, INC.**



Name: Howard Levine  
Title: President

**NOTARIZATION OF ASSIGNOR SIGNATURE:**

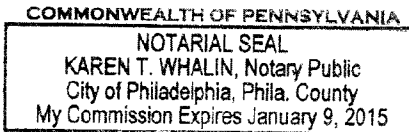
COMMONWEALTH OF PENNSYLVANIA )  
 )  
COUNTY OF PHILADELPHIA )

On this 16th day of December, 2013, before me, a Notary Public in and for said Commonwealth, personally appeared Richard Greer, the President of Positive Attitude Industries, Inc., a New Jersey corporation, proved to me through satisfactory evidence of identification to be the person who signed the preceding or attached document in my presence and who swore or affirmed to me that the contents of the document are truthful and accurate to the best of his/her knowledge and belief, pursuant to authority lawfully conferred upon him/her by such corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year set forth above.

Karen T. Whalin  
Notary Public

My Commissions expires: 1-9-15



**NOTARIZATION OF ASSIGNEE SIGNATURE:**

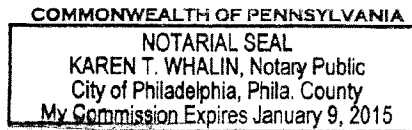
COMMONWEALTH OF PENNSYLVANIA )  
 )  
COUNTY OF PHILADELPHIA )

On this 16th day of December, 2013, before me, a Notary Public in and for said State, personally appeared Howard Levine, the President of HL Enterprises, Inc., a New Jersey corporation, proved to me through satisfactory evidence of identification to be the person who signed the preceding or attached document in my presence and who swore or affirmed to me that the contents of the document are truthful and accurate to the best of his/her knowledge and belief, pursuant to authority lawfully conferred upon him/her by such corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year set forth above.

Karen T. Whalin  
Notary Public

My Commissions expires: 1-9-15



*Notary Page to Evergreen/PAI Trademark and Trade Name Assignment*

**SCHEDULE A**

**Transferred Trademarks and Trade Names**

<b>United States Trademark Registrations</b>				
<b>No.</b>	<b>Trademark</b>	<b>Registration Number</b>	<b>Registration Date</b>	<b>Owner Name</b>
1.	Earthworm®	3,392,576	March 4, 2008	Positive Attitude Industries, Inc.
2.	Clean Earth®	3,392,612	March 4, 2008	Positive Attitude Industries, Inc.

Evergreen PAI  
Trademark Assignment