

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM301013

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	NUNC PRO TUNC ASSIGNMENT		
EFFECTIVE DATE:	01/29/2014		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Evan D Townsley		03/25/2014	INDIVIDUAL: UNITED STATES
RECEIVING PARTY DATA			
Name:	Hydrofarm, Inc.		
Street Address:	2249 South McDowell Extension		
City:	Petaluma		
State/Country:	CALIFORNIA		
Postal Code:	94954		
Entity Type:	CORPORATION: CALIFORNIA		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	4133501	PHAT	
Registration Number:	3308222	PHAT HYDRO	
CORRESPONDENCE DATA			
Fax Number:	7075783133		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	7075789333		
Email:	charmaine@stainbrookllp.com		
Correspondent Name:	Charmaine Stainbrook		
Address Line 1:	412 Aviation Blvd., Suite H		
Address Line 4:	Santa Rosa, CALIFORNIA 95403		
ATTORNEY DOCKET NUMBER:	00093.RT2		
NAME OF SUBMITTER:	Charmaine Stainbrook		
SIGNATURE:	/Charmaine Stainbrook/		
DATE SIGNED:	04/10/2014		
Total Attachments: 2			
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OP \$65.00 4133501

ASSIGNMENT OF TRADEMARKS

WHEREAS, EVAN D. TOWNSLEY, an individual and a citizen of the United States, (hereinafter "ASSIGNOR"), having a mailing address of 2643 S. Fairfax Avenue, Culver City, California, 90232, has adopted, used, and is the owner of the following trademarks, now registered, in the United States Patent and Trademark Office:

<u>Trademark</u>	<u>Registration No.</u>	<u>Date of Registration</u>
PHAT	4,133,501	May 1, 2012
PHAT HYDRO	3,308,222	October 9, 2007

WHEREAS, ASSIGNOR, has adopted, used and is the owner of the following trademark, now registered, in the European Community:

PHAT HYDRO	3,947,926	September 13, 2005
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WHEREAS, ASSIGNOR, has adopted, used, is using and is the owner of the following trademark, now registered, in the Canadian Intellectual Property Office:

PHAT HYDRO	694,450	August 21, 2007
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AND WHEREAS, ASSIGNOR, has adopted and is the owner of the following trademark, now applied for, in the Canadian Intellectual Property Office:

<u>Trademark</u>	<u>Application No.</u>	<u>Filing Date</u>
PHAT	1,506,124	December 1, 2010

WHEREAS, HYDROFARM, INC., a California Corporation, (hereinafter "ASSIGNEE"), with a business address of 2249 South McDowell Extension, Petaluma, California, 94954, has purchased and succeeded to the business assets and appurtenant goodwill of said registrations and application, through ASSIGNOR's sale of said interests as detailed in the Asset Purchase Agreement executed by the parties on January 29, 2014, which agreement includes proprietary and sensitive business information that the parties wish to keep confidential, and which would require substantial redaction to make the Asset Purchase Agreement suitable for recordation with the United States Patent and Trademark Office.

WHEREAS, the parties hereto wish to provide this document as a supplement to the Asset

Purchase Agreement to further memorialize and confirm the transfer of the trademark properties referenced herein.

NOW, THEREFORE, for good and valuable consideration received, the receipt of which is hereby acknowledged, ASSIGNOR hereby assigns and transfers to ASSIGNEE, all right, title and interest in the United States, Europe, and Canada in and to said trademarks, together with the goodwill of the business symbolized by said trademarks and the registrations and the application thereof, along with the right to sue and recover for past, present, and future trademark infringement. Such assignment and transfer is to be effective as of January 29, 2014, concurrently, coterminously, and simultaneously with the effective date of the Asset Purchase Agreement.

Signed at LOS ANGELES this 25th day of MARCH, 2014.

By Evan D. Townsley
Evan D. Townsley, Assignor

Signed at REDWOOD CA this 1 day of APRIL, 2014.

By Peter [Signature]
Hydrofarm, Inc., Assignee