

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM305900

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Everest Garden Supply, Inc.		12/27/2013	CORPORATION: CALIFORNIA
RECEIVING PARTY DATA			
Name:	SGB Distribution, Inc.		
Street Address:	Post Office Box 6006		
City:	Santa Rosa		
State/Country:	CALIFORNIA		
Postal Code:	95406		
Entity Type:	CORPORATION: CALIFORNIA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	3456390	GROWLAB HORTICULTURAL	
CORRESPONDENCE DATA			
Fax Number:	7075241906		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	7075241900		
Email:	dranit@smlaw.com		
Correspondent Name:	Warren L Dranit		
Address Line 1:	90 South E Street		
Address Line 2:	Suite 200		
Address Line 4:	Santa Rosa, CALIFORNIA 95404		
ATTORNEY DOCKET NUMBER:	6693 - GROWLAB HORTICULTU		
NAME OF SUBMITTER:	Warren L. Dranit		
SIGNATURE:	/wld/		
DATE SIGNED:	05/29/2014		
Total Attachments: 3			
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OP \$40.00 3456390

ASSIGNMENT OF TRADEMARK

This Assignment of Trademark ("**Assignment**"), dated December 27, 2013, is made by Everest Garden Supply, Inc., a California corporation ("**EGS**") in favor of SGB Distribution, a California corporation ("**Assignee**").

For good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, EGS does hereby assign to Assignee, all of its right, title, and interest in and to the Trademark listed in Exhibit A attached hereto (the "**Mark**") including, without limitation, all of the goodwill associated with such Mark, the registration and application to register thereof, and all rights of EGS to prosecute and enforce any claims against third parties for past infringement of the Mark.

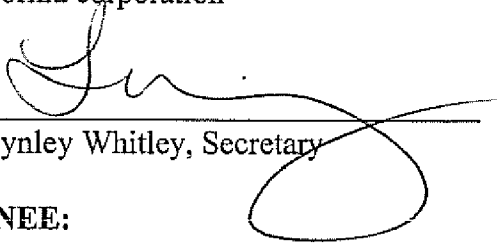
This Assignment is being delivered in accordance with the Bill of Sale between EGS and Assignee of even date with this Assignment. After the execution of this Assignment, at the request of Assignee and at Assignee's expense, but without additional consideration to EGS, EGS will execute and deliver to Assignee from time to time such further instruments of conveyance, transfer, and assignment and other documents, and will take such other actions, as Assignee may reasonably require to convey and deliver more effectively to Assignee the Mark, to perfect Assignee's title thereto, and otherwise to accomplish the orderly transfer to Assignee of the Mark and to give full effect to this Assignment.

This Assignment is binding on EGS and its successors and assigns, and inures to the benefit of Assignee and their respective successors, heirs, legal representatives and assigns.

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

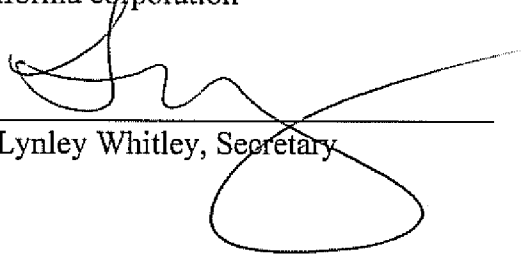
EGS:

EVEREST GARDEN SUPPLY, INC.
a California corporation

By: 
Lynley Whitley, Secretary

ASSIGNEE:

SGB DISTRIBUTION, INC.
a California corporation

By: 
Lynley Whitley, Secretary

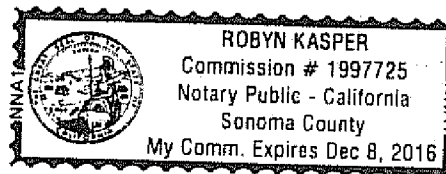
ACKNOWLEDGMENT

State of California)
County of Sonoma)

On December 27, 2013, before me, Robyn Kasper personally appeared Lynley Whitley, 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 she executed the same in her authorized capacity, and that by her 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 Robyn Kasper

(Seal)

EXHIBIT A

<u>Trademark</u>	<u>Registration No.</u>	<u>Registration Date</u>
GROWLAB HORTICULTURAL	3,456,390	07/01/2008