

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM330397

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
9005749 Canada Inc.		11/17/2014	CORPORATION: CANADA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	OMS Investments, Inc.		
<b>Street Address:</b>	10250 Constellation Blvd., Suite 2800		
<b>City:</b>	Los Angeles		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	90067		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	85662914	THE ROOT FACTORY	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	9376447568		
<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>			
<b>Phone:</b>	937-578-1347		
<b>Email:</b>	trademarks@scotts.com		
<b>Correspondent Name:</b>	Karen K. Hammond		
<b>Address Line 1:</b>	14111 Scottslawn Road		
<b>Address Line 4:</b>	Marysville, OHIO 43041		
<b>ATTORNEY DOCKET NUMBER:</b>	15-000068		
<b>NAME OF SUBMITTER:</b>	Karen K. Hammond		
<b>SIGNATURE:</b>	/karen k hammond/		
<b>DATE SIGNED:</b>	01/29/2015		
<b>Total Attachments: 12</b>			
source=FARFARD II_OMS 11172014#page1.tif			
source=FARFARD II_OMS 11172014#page2.tif			
source=FARFARD II_OMS 11172014#page3.tif			
source=FARFARD II_OMS 11172014#page4.tif			
source=FARFARD II_OMS 11172014#page5.tif			

CH \$40.00 85662914

source=FARFARD II\_OMS 11172014#page6.tif  
source=FARFARD II\_OMS 11172014#page7.tif  
source=FARFARD II\_OMS 11172014#page8.tif  
source=FARFARD II\_OMS 11172014#page9.tif  
source=FARFARD II\_OMS 11172014#page10.tif  
source=FARFARD II\_OMS 11172014#page11.tif  
source=FARFARD II\_OMS 11172014#page12.tif

ASSIGNMENT OF TRADEMARKS AND REGISTRATIONS

WHEREAS, 9005749 Canada Inc. ("Assignor"), a Canadian corporation, with a principal address at 771 Principale, Saint-Bonaventure, Quebec, Canada J0C 1C0, owns all right, title and interest in and to the trademarks and service marks on the Exhibit (the "Trademarks"). In connection with the Trademarks, Assignor owns certain applications and registrations in the relevant country Trademark Offices as identified on the Exhibit (the "Applications and Registrations");

WHEREAS, OMS Investments, Inc., a Delaware corporation, with a principal address at 10250 Constellation Blvd., Suite 2800 Los Angeles California 90067 ("Assignee"), is an affiliate of Assignor, and desires to acquire the Trademarks and Applications and Registration;

NOW, THEREFORE, for good and valuable consideration, Assignor hereby sells, assigns, and transfers to Assignee all right, title and interest in the Trademarks and Applications and Registrations, together with the goodwill symbolized by the Trademarks and Applications and Registrations, as well as Assignor's entire business or the portion of the business to which the Trademarks and Applications and Registrations pertain, including all claims for damages for past infringement.

9005749 Canada Inc.

By: 

Printed Name: Aimee DeLuca


Title: Assistant Secretary

Date: November 17, 2014

EXHIBIT

CANADA

List of Assigned Trade-Marks

<u>Trade-mark</u>	<u>Appl'n No.</u>	<u>Reg'n No.</u>
1. AGRO MIX & DESSIN	489,481	TMA297,082
		
(FAFARD, MIX, TERREAU LEGER et 5 LITRES disclaimed)		
2. AGRO MIX	1,041,906	TMA608,713
(AGRO et MIX disclaimed)		
3. AQUATERRE	668,823	TMA426,093
4. BIOFOR	743,156	TMA450,107
5. BIOGRO	668,824	TMA391,789
6. CA POUSSE EN GRAND FAFARD & DESIGN	596,131	TMA356,738



(FAFARD disclaimed)

7. CAO DECOR 1,286,644 TMA683,168

(CAO et DECOR disclaimed)

8. CAOSOL 1,303,723 TMA689,212

9. CONNAISSEUR 1,110,528 TMA593,619

10. DÉCORSOL 739,933 TMA434,157

11. FAFARD 1940 & Dessin 1,265,390 TMA678,021



(FAFARD disclaimed)

12. FERTILO 445,013 TMA253,231

13. FIBROLA 739,978 TMA434,159

14. FIBROMOSS 1,190,523 TMA630,702

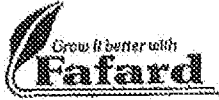
15. GREAT ROOTS 1,656,935

GREAT PLANTS

16. GROW IT BETTER  
WITH FAFARD & DESIGN

594,273

TMA356,734



(GROW, BETTER and  
FAFARD disclaimed)

17. BECO

409,638

TMA229,159

18. HUMIX

668,822

TMA392,145

19. HYDRO +

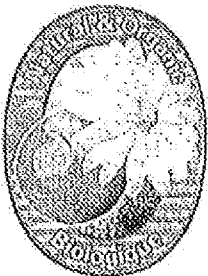
1,380,751

TMA788,444

20. Natural & Organic/  
Biologique Dessin

1,245,860

TMA665,762



(NATURAL & ORGANIC et  
BIOLOGIQUE disclaimed)

21. OPTIMIX


1,058,713

TMA577,437

22. QUALIMIX 897,944 TMA528,553

23. QUANTUM XL 1,298,813 TMA722,094

24. Savoir-vert-Dessin 1,304,067 TMA738,389

 Savoir-vert  
(VERT disclaimed)

25. SÉLECTION 735,976 TMA432,085

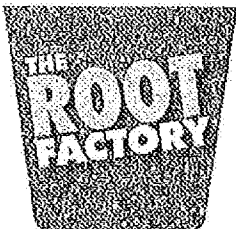
26. THE GARDENER'S  
SÉLECTION DU  
JARDINIER & Design 1,211,183 TMA643,554

 THE GARDENER'S  
Selection  
DU JARDINIER

(GARDENER et JARDINIER  
disclaimed)

27. THE ROOT FACTORY 1,588,790

28. THE ROOT FACTORY  
flower pot & Design 1,620,647





29. VÉRANDA	725,090	TMA425,851
30. VITALIA	1,087,248	TMA623,477
31. VITALIA EVOLUTION	1,208,452	TMA638,197
32. VIVA PELOUSE (PELOUSE disclaimed)	853,512	TMA514,723

CANADA

List of Assigned Trade-Marks

<u>Trade-mark</u>	<u>Appl'n No.</u>	<u>Reg'n No.</u>
1. MILOMIX	1,332,012	TMA723,479
2. MILOPEAT	1,332,014	TMA723,193

CANADA

Assigned Trade-mark

Trade-mark

Appl'n No.

Reg'n No.

1. QUALI-GROW

1,442,557

TMA760,842

UNITED STATES OF AMERICA

List of Assigned Trade-Marks

<u>Trade-mark</u>	<u>Appl'n No.</u>	<u>Reg'n No.</u>
1. GREAT ROOTS GREAT PLANTS	86/299,741	
2. HECO	72/442,343	971,138
3. THE ROOT FACTORY	85/662,914	

UNITED STATES OF AMERICA

List of Assigned Trade-Marks

<u>Trade-mark</u>	<u>Appl'n No.</u>	<u>Reg'n No.</u>
1. MILOMIX	77263,680	4,047,310
2. MILOPEAT	77263,941	4,047,311

UNITED STATES OF AMERICA

Assigned Trade-mark

Trade-mark

Appl'n No.

Reg'n No.

1. QUALI-GROW

77/899,400

3,921,784

DM\_MTL/298310.00002/3441083.2

RECORDED: 01/29/2015

TRADEMARK  
REEL: 005448 FRAME: 0974