

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM375410

| | |
|------------------------------|---|
| SUBMISSION TYPE: | CORRECTIVE ASSIGNMENT |
| NATURE OF CONVEYANCE: | Corrective Assignment to correct the assignment of Reg. No. 1035995 which was inadvertently included in the assignment to HGCI previously recorded on Reel 005524 Frame 0414. Assignor(s) hereby confirms the assignment of all right, title and interest to the remaining property listed in the Table of the Corrective Assignment. |

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|----------------------|----------|----------------|-------------------------|
| Rod McLellan Company | | 05/04/2015 | CORPORATION: CALIFORNIA |

RECEIVING PARTY DATA

| | |
|------------------------|----------------------------|
| Name: | HGCI, Inc. |
| Street Address: | 3993 Howard Hughes Parkway |
| City: | Las Vegas |
| State/Country: | NEVADA |
| Postal Code: | 89169 |
| Entity Type: | CORPORATION: NEVADA |

PROPERTY NUMBERS Total: 7

| Property Type | Number | Word Mark |
|----------------------|---------|---------------|
| Registration Number: | 1025987 | BLACK MAGIC |
| Registration Number: | 2125376 | WONDERBARK |
| Registration Number: | 1071229 | |
| Registration Number: | 2898585 | LIFE LINK |
| Registration Number: | 2280431 | WHITNEY FARMS |
| Registration Number: | 2302727 | WONDERBLOOM |
| Registration Number: | 4032270 | WHITNEY FARMS |

CORRESPONDENCE DATA

Fax Number: 9376447568

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.

Phone: 9375781347

Email: trademarks@scotts.com

Correspondent Name: Karen K. Hammond

Address Line 1: 14111 Scottslawn Road

Address Line 4: Marysville, OHIO 43041

ATTORNEY DOCKET NUMBER: RMC_HGCI CORRECT

TRADEMARK

REEL: 005746 FRAME: 0712

900356369

CH \$190.00 1025987

| | |
|---|-------------------|
| NAME OF SUBMITTER: | Karen K. Hammond |
| SIGNATURE: | /karen k hammond/ |
| DATE SIGNED: | 03/03/2016 |
| Total Attachments: 5 source=RMC to HGCI corrective#page1.tif source=RMC to HGCI corrective#page2.tif source=RMC to HGCI orig assign#page1.tif source=RMC to HGCI orig assign#page2.tif source=RMC to HGCI orig assign#page3.tif | |

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM342609

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|---|----------------------------|--|-------------------------|
| SUBMISSION TYPE: | | NEW ASSIGNMENT | |
| NATURE OF CONVEYANCE: | | ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Rod McLellan Co. | | 05/04/2015 | CORPORATION: CALIFORNIA |
| RECEIVING PARTY DATA | | | |
| Name: | HGCI, Inc. | | |
| Street Address: | 3993 Howard Hughes Parkway | | |
| City: | Las Vegas | | |
| State/Country: | NEVADA | | |
| Postal Code: | 89169 | | |
| Entity Type: | CORPORATION: NEVADA | | |
| PROPERTY NUMBERS Total: 8 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 1025987 | BLACK MAGIC | |
| Registration Number: | 2125376 | WONDERBARK | |
| Registration Number: | 1071229 | | |
| Registration Number: | 2898585 | LIFE LINK | |
| Registration Number: | 2280431 | WHITNEY FARMS | |
| Registration Number: | 1035995 | SUPERSOIL | |
| Registration Number: | 2302727 | WONDERBLOOM | |
| Registration Number: | 4032270 | WHITNEY FARMS | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | 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> | | | |
| Phone: | 9375781347 | | |
| Email: | trademarks@scotts.com | | |
| Correspondent Name: | Karen K. Hammond | | |
| Address Line 1: | 14111 Scottslawn Road | | |
| Address Line 4: | Marysville, OHIO 43041 | | |
| ATTORNEY DOCKET NUMBER: | RMC - HGCI | | |
| NAME OF SUBMITTER: | Karen K. Hammond | | |

CH \$215.00 1025987

CORRECTIVE ASSIGNMENT OF TRADEMARKS, DOMAIN NAMES,
APPLICATIONS AND REGISTRATIONS

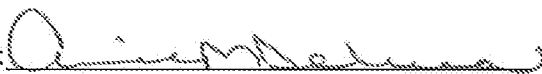
This Agreement between Rod McLellan Company ("RMC"), a California corporation, and HGCI, Inc. ("HGCI"), a Nevada corporation, corrects, replaces and supersedes the "Assignment of Trademarks, Domains, Applications and Registrations" executed on May 4, 2015 and attached as Exhibit A to remove the following property, which was inadvertently included in the original assignment: (1) U.S. Reg. No. 1,035,995 for the mark SUPERSOIL and (2) the domain supersoil.com.

WHEREAS RMC owns all right, title and interest in and to the trademarks ("Trademarks") and domain names ("Domain Names") on the attached Table. In connection with the Trademarks, Assignor owns certain applications and registrations in the countries as identified on the Exhibit (the "Applications and Registrations");

WHEREAS, HGCI, is an affiliate of RMC and desires to acquire the Trademarks, Domain Names, Applications and Registrations;

NOW, THEREFORE, for good and valuable consideration, Assignor hereby sells, assigns, and transfers to Assignee, *nunc pro tunc* effective as of May 4, 2015, all right, title and interest in the Trademarks, Domain Names, Applications and Registrations, together with the goodwill symbolized by the Trademarks, Domain Names, Applications and Registrations, including all claims for damages for past infringement.

ROD MCLELLAN COMPANY

By: 

Printed Name: Arice M. Deluca

Title: VP, Taxes + Asst. Secretary

Date: 3-3-16

TABLE

Trademarks:

| <u>Country</u> | <u>Trademarks</u> | <u>Appl. No.</u> | <u>Filing Date</u> | <u>Reg. No.</u> | <u>Reg. Date</u> |
|----------------|-------------------|------------------|--------------------|-----------------|------------------|
| Canada | WHITNEY FARMS | | | TMA729874 | 12/2/2008 |
| Canada | WHITNEY FARMS | 1319204-01 | 6/3/2010 | | |
| US | BLACK MAGIC | | | 1025987 | 12/2/1975 |
| US | WONDERBARK | | | 2125376 | 12/30/1997 |
| US | GENIE and Design | | | 1071229 | 8/16/1977 |
| US | LIFE LINK | | | 2898585 | 11/2/2004 |
| US | WHITNEY FARMS | | | 2280431 | 9/28/1999 |
| US | WONDERBLQOM | | | 2302727 | 12/21/1999 |
| US | WHITNEY FARMS | | | 4032270 | 9/27/2011 |

Domain Names:

whitneyfarms.com
blackmagicgardening.com
rodmetellan.com

ASSIGNMENT OF TRADEMARKS, DOMAIN NAMES,
APPLICATIONS AND REGISTRATIONS

WHEREAS, Rod McLellan Company ("Assignor"), a California corporation, owns all right, title and interest in and to the trademarks ("Trademarks") and domain names ("Domain Names") on the Exhibit. In connection with the Trademarks, Assignor owns certain applications and registrations in the countries as identified on the Exhibit (the "Applications and Registrations");

WHEREAS, HGCI, Inc. ("Assignee"), a Nevada corporation, is an affiliate of Assignor and desires to acquire the Trademarks, Domain Names, Applications and Registrations;

NOW, THEREFORE, for good and valuable consideration, Assignor hereby sells, assigns, and transfers to Assignee all right, title and interest in the Trademarks, Domain Names, Applications and Registrations, together with the goodwill symbolized by the Trademarks, Domain Names, Applications and Registrations, including all claims for damages for past infringement.

ROD MCLELLAN COMPANY

By: *Amiee M. Deluca*

Printed Name: Amiee M. Deluca

Title: VP, Taxes & Asst. Secretary

Date: 5-4-2015

EXHIBIT

Trademarks:

| <u>Country</u> | <u>Trademarks</u> | <u>Appl. No.</u> | <u>Filing Date</u> | <u>Reg. No.</u> | <u>Reg. Date</u> |
|----------------|-------------------|------------------|--------------------|-----------------|------------------|
| Canada | WHITNEY FARMS | | | TMA729874 | 12/2/2008 |
| Canada | WHITNEY FARMS | 1319204-01 | 6/3/2010 | | |
| US | BLACK MAGIC | | | 1025987 | 12/2/1975 |
| US | WONDERBARK | | | 2125376 | 12/30/1997 |
| US | GENIE and Design | | | 1071229 | 8/16/1977 |
| US | LIFE LINK | | | 2898585 | 11/2/2004 |
| US | WHITNEY FARMS | | | 2280431 | 9/28/1999 |
| US | SUPERSOIL | | | 1035995 | 3/23/1976 |
| US | WONDERBLOOM | | | 2302727 | 12/21/1999 |
| US | WHITNEY FARMS | | | 4032270 | 9/27/2011 |

Domain Names:

whitneyfarms.com
supersoil.com
blackmagicgardening.com
rodmclellan.com