

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM397758

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST
SEQUENCE:	1

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
PNC Bank, National Association		09/02/2016	National Banking Association: UNITED STATES

RECEIVING PARTY DATA

Name:	BFN Operations LLC
Street Address:	8700 Freeport Parkway, Suite 100
City:	Irving
State/Country:	TEXAS
Postal Code:	75063
Entity Type:	Limited Liability Company: DELAWARE

PROPERTY NUMBERS Total: 11

Property Type	Number	Word Mark
Registration Number:	4275584	TRIO
Registration Number:	4275583	DUO
Registration Number:	4279259	PARFUM DE BLOOM
Registration Number:	4089766	PLATINUM PERENNIALS
Registration Number:	3217697	HYSTERIA
Registration Number:	3764240	FOREVER AND EVER HYDRANGEA
Registration Number:	3824634	SUPER SWEET
Registration Number:	3572508	FOREVER & EVER
Registration Number:	3821724	NATURAL LIFE
Registration Number:	3821722	NATURAL LIFE
Registration Number:	1883820	NATURE'S PROMISE

CORRESPONDENCE DATA

Fax Number: 7168456474

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: 716-845-6000

Email: kguerin@kavinokycocook.com

Correspondent Name: Kelly E. Guerin, Esq., Kavinoky Cook LLP

TRADEMARK

Address Line 1: 726 Exchange Street, Suite 800
Address Line 4: Buffalo, NEW YORK 14210

NAME OF SUBMITTER: Kelly E. Guerin, Esq.

SIGNATURE: /Kelly E. Guerin/

DATE SIGNED: 09/08/2016

Total Attachments: 7

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PNC BANK, NATIONAL ASSOCIATION

RELEASE AND REASSIGNMENT OF INTELLECTUAL PROPERTY

This RELEASE AND REASSIGNMENT OF INTELLECTUAL PROPERTY dated as of September 2, 2016, is given by PNC BANK, NATIONAL ASSOCIATION, with a mailing address of 2100 Ross Avenue, Suite 1850, Dallas, Texas 75201, acting as a Lender and as Agent for the Lenders party from time to time to that certain Credit Agreement referred to in that certain Intellectual Property Security Agreement defined below (together with its successors and assigns in such capacity, the "Secured Party"). Capitalized terms used but not defined herein shall have the meaning given such terms in the Intellectual Property Security Agreement defined below.

WHEREAS, the Secured Party and BFN OPERATIONS LLC, a Delaware limited liability company ("BFN Operations") and BFN PROPERTIES LLC, a Delaware limited liability company ("BFN Properties," and collectively with BFN Operations, the "Debtors"), are parties to that certain Intellectual Property Security Agreement dated as of June 20, 2012, as amended, restated, amended and restated, modified, supplemented, extended, joined and/or restated from time to time (the "IP Security Agreement"), which was recorded in the United States Patent and Trademark Office on November 21, 2012 at Reel 004904, Frame 0923, and in the United States Copyright Office on _____ at _____, pursuant to which Debtors granted to Secured Party, for the benefit of the Lenders, a security interest in all of the Debtors' right, title and interest in and to the Collateral, including, but not limited to, the Patents set forth on Schedule A attached hereto, the Trademarks set forth on Schedule B attached hereto, and the Copyrights set forth on Schedule C attached hereto (hereinafter collectively described as the "Intellectual Property");


NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and pursuant to the Order Approving (I) Sale of Substantially All of the Estates' Assets Free and Clear of All Liens, Claims, Encumbrances, and Interests and (II) Assumption and Assignment of Certain Executory Contracts and Unexpired Leases (Docket No. 321), filed August 19, 2016 in the Chapter 11 case of BFN Operations LLC, et al., Case Number 16-32435-bjh, United States Bankruptcy Court for the Northern District of Texas, Dallas Division, the Secured Party does hereby terminate and fully release its security interest in and collateral assignment of, and reassigns, transfers and conveys to the Debtors, all of its right, title and interest, if any, in and to the Intellectual Property, and all of the goodwill of the business connected with the use of, and symbolized by, the Intellectual Property.

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IN WITNESS WHEREOF, the undersigned has caused this Release and Reassignment of Intellectual Property to be executed as of the day and year indicated below.

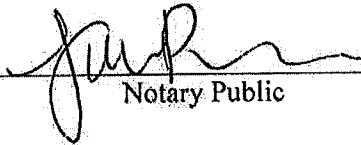
Dated: September 1, 2016

PNC BANK, N.A.

By: 
Name: Ron Eckhoff
Title: V.P.

STATE OF TEXAS)
) SS.:
COUNTY OF Dallas)

On the 1st day of September, 2016 before me the undersigned, personally appeared RON ECKHOFF, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within Release and Reassignment and acknowledged to me that he executed the same in his capacity as an authorized representative of PNC Bank, N.A., and that by his signature on the Release and Reassignment he executed the Release and Reassignment on behalf of PNC Bank, N.A., and that RON ECKHOFF made such appearance before the undersigned in the City of DALLAS and State of Texas.



Notary Public

459658.1



SCHEDULE A

PATENTS

None

SCHEDULE B

TRADEMARKS

OWNER: BFN Operations LLC, a Delaware limited liability company

All trademarks, trade names and service marks owned by BFN Operations LLC, including, but not limited to, those identified in the below chart, as well as the below listed applications and/or registrations:

MARK	STATUS	REGISTRATION NUMBER	REGISTRATION DATE	SERIAL NUMBER	FILE DATE
TRIO	Registered	4275584	January 15, 2013	85642562	June 4, 2012
DUO	Registered	4275583	January 15, 2013	85642539	June 4, 2012
PARFUM DE BLOOM	Registered	4279259	January 22, 2013	85642501	June 4, 2012
PLATINUM PERENNIALS	Registered	4089766	January 24, 2012	85172647	November 9, 2010
HYSTERIA	Cancelled	3217697	March 13, 2007	78880559	May 10, 2006
FOREVER AND EVER HYDRANGEA	Registered	3764240	March 23, 2010	77509721	June 27, 2008
SUPER SWEET	Registered	3824634	July 27, 2010	77892871	December 14, 2009

FOREVER & EVER	Registered	3572508	February 10, 2009	77516814	July 8, 2008
NATURAL LIFE	Registered	3821724	July 20, 2010	77892847	December 14, 2009
NATURAL LIFE	Registered	3821722	July 20, 2010	77892825	December 14, 2009
NATURE'S PROMISE	Registered	1883820	March 14, 1995	74499827	March 14, 1994

SCHEDULE C

COPYRIGHTS

OWNER: BFN Operations LLC, a Delaware limited liability company

All copyrights owned by BFN Operations LLC, including, but not limited to, those identified in the below chart:

<u>Copyright No.</u>	<u>Description of Copyright</u>	<u>Date of Copyright</u>
V3504D770	Accounts Receivable System	11/28/2003
V3451D488	Accounts Receivable System	4/17/2000
TXu000247124	Accounts Receivable System	7/25/1986
TXu000248169	Orbit System	7/25/1986
TX0007500492	Guide to Landscape Plants	5/24/11
TX0003632899	Wholesale Price List (1993-1994)	10/25/1993
VA0000898432	Natural Life Tag	2/12/1998
TX0005830814	Natural Life Guide to Landscape Plants	10/15/2003
VA0000791963	Selected for Summer Planting	5/28/1996
VA0000898266	Wholesale Price List (1998)	2/12/1998
TX0003884577	Wholesale Price List (1994-1995)	9/6/1994