

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM405669

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
<b>SEQUENCE:</b>	2		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
The Scotts Company LLC		11/11/2016	Limited Liability Company: OHIO
<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: 4</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4956705	BLOSSOM	
<b>Registration Number:</b>	4956627	XONA	
<b>Registration Number:</b>	4938689	SMART WATERING CONTROLLER	
<b>Registration Number:</b>	4956664		
<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>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>NAME OF SUBMITTER:</b>	Karen K. Hammond		
<b>SIGNATURE:</b>	/karen k hammond/		
<b>DATE SIGNED:</b>	11/16/2016		
<b>Total Attachments: 2</b>			
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ASSIGNMENT OF UNITED STATES  
TRADEMARKS AND REGISTRATIONS

WHEREAS, The Scotts Company LLC ("Assignor"), an Ohio limited liability company, with a business address at 14111 Scottslawn Road, Marysville, Ohio 43041, owns all right, title and interest in and to the trademarks in the United States set forth on the Exhibit (the "Trademarks"). In connection with the Trademarks, Assignor owns certain registrations in the United States Patent and Trademark Office as identified on the Exhibit (the "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 The Scotts Company LLC and desires to acquire the Trademarks 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 and Registrations, together with the goodwill symbolized by the Trademarks and Registrations, as well as Assignor's entire business or the portion of the business to which the Trademarks and Registrations pertain, including all claims for damages for past infringement.

THE SCOTTS COMPANY LLC

By: Aimee M. Deluca


Printed Name: Aimee M. Deluca

Title: VP, Tax & Asst. Secretary

Date: 11/11/2010

Exhibit

THE SCOTTS COMPANY LLC  
Active US Registrations

Mark	Registration No.	Registration Date
BLOSSOM	4,956,705	May 10, 2016
XONA	4,956,627	May 10, 2016
SMART WATERING CONTROLLER	4,938,689	April 12, 2016
Tulip Bud/blossom design 	4,956,664	May 10, 2016