

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM405665

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL
SEQUENCE:	1

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
iConservo Incorporated		10/31/2016	Corporation: CALIFORNIA

RECEIVING PARTY DATA

Name:	The Scotts Company LLC
Street Address:	14111 Scottslawn Road
City:	Marysville
State/Country:	OHIO
Postal Code:	43041
Entity Type:	Limited Liability Company: OHIO

PROPERTY NUMBERS Total: 4

Property Type	Number	Word Mark
Registration Number:	4956705	BLOSSOM
Registration Number:	4956627	XONA
Registration Number:	4938689	SMART WATERING CONTROLLER
Registration Number:	4956664	

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.

Email: trademarks@scotts.com

Correspondent Name: Karen K. Hammond

Address Line 1: 14111 Scottslawn Road

Address Line 4: Marysville, OHIO 43041

NAME OF SUBMITTER:	Karen K. Hammond
SIGNATURE:	/karen k hammond/
DATE SIGNED:	11/16/2016

Total Attachments: 3

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TRADEMARK ASSIGNMENT

This TRADEMARK ASSIGNMENT (this "Assignment") is delivered as of October 31, 2016 (the "Effective Date"), by iConservo Incorporated ("Assignor"), a California corporation, with a business address at 5141 California Avenue, Irvine, California 92617, in favor of The Scotts Company LLC ("Assignee"), an Ohio limited liability company, with a business address at 1411 Scottslawn Road, Marysville, Ohio 43041.

RECITALS

WHEREAS, Assignor is using and is the owner of a certain trademarks and certain U.S. trademark registrations identified in Schedule I (the "Trademarks");

WHEREAS, Assignor and Assignee are parties to a certain Asset Purchase Agreement, dated as of the date hereof (together with the exhibits and schedules thereto, the "Purchase Agreement"); and

WHEREAS, pursuant to the Purchase Agreement, Assignor agreed to sell and assign, and Assignee agreed to accept, all of Assignor's right, title and interest in and to the Trademarks.

NOW, THEREFORE, in consideration of the foregoing premises, which are expressly made part of this Assignment, and for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Assignor hereby provides as follows:

1. Assignment. Assignor hereby assigns and transfers to Assignee, its successors and assigns, all of its right, title, and interest in and to the Trademarks, together with the goodwill of the business symbolized by it.

IN WITNESS WHEREOF, the parties hereto have caused this Assignment to be duly executed and delivered under seal effective as of the Effective Date first written above.

[Signature Page Follows]

IN WITNESS WHEREOF, Assignor has caused this Trademark Assignment to be executed and delivered as of the date first above written.

ASSIGNOR:

ICONSERVO INCORPORATED

By:
Name: Monique Bont
Title: President

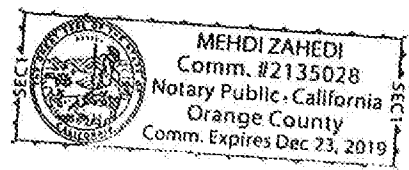
State of California
County of ORANGE)

On Oct. 31, 2016 before me, MEHDI ZAHEDI, NOTARY PUBLIC
personally appeared MANRIQUE SOSE BRENES,
who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are
subscribed to the within instrument and acknowledged to me that he/she/they executed the same
in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument
the person(s), or the entity upon behalf of which the person(s) 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 (Seal)



SCHEDULE I

U.S. Registered Trademarks

<u>MARK</u>	<u>REGISTRATION NO.</u>	<u>REGISTRATION DATE</u>
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