

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM428050

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Hydrofarm, Inc.		05/09/2017	Corporation: CALIFORNIA
RECEIVING PARTY DATA			
Name:	Hydrofarm, LLC		
Street Address:	2249 South McDowell Extension		
City:	Petaluma		
State/Country:	CALIFORNIA		
Postal Code:	94954		
Entity Type:	Limited Liability Company: CALIFORNIA		
PROPERTY NUMBERS Total: 45			
Property Type	Number	Word Mark	
Registration Number:	2454471	GARDEN INDOORS	
Registration Number:	3066838	AGROBRITE	
Registration Number:	3083822	PARSOURCE	
Registration Number:	3099322	POWERHOUSE	
Registration Number:	3023640	GERMINATION STATION	
Registration Number:	4732004	GEOLITE	
Registration Number:	3170119	JUMP START GROW LIGHT	
Registration Number:	4132352	PHANTOM DIGITAL	
Registration Number:	4265442	DIRT POT	
Registration Number:	4227405	PHANTOM BALLAST	
Registration Number:	4339432	LIGHTHOUSE CONTROLLED ENVIRONMENT	
Registration Number:	4247153	RAM RAPID AIR MOVEMENT	
Registration Number:	4247136	ENVIROGRO	
Registration Number:	4216617	ACCELAROOT	
Registration Number:	4256202	ROOT!T	
Registration Number:	4400936	AUTOPILOT	
Registration Number:	2158507	AGROSUN	
Registration Number:	4672188	BUILD!T	
Registration Number:	4863490	GROW!T	

CH \$1140.00 2454471

Property Type	Number	Word Mark
Registration Number:	4552373	PLANT!T
Registration Number:	4527773	ACTIVEAQUA
Registration Number:	4531660	ACTIVE AIR
Registration Number:	4324482	ACTIVE EYE
Registration Number:	3293531	C. A. P. CUSTOM AUTOMATED PRODUCTS
Registration Number:	3981983	DIGILUX
Registration Number:	3802385	HARVEST SUN
Registration Number:	4358102	RADIANT
Registration Number:	3553035	LUMECOOL
Registration Number:	3553034	LUMESUN
Registration Number:	4434559	QUANTUM HORTICULTURE
Registration Number:	4922360	VALULINE
Registration Number:	3553033	XTREME
Registration Number:	4133501	PHAT
Registration Number:	3308222	PHAT HYDRO
Registration Number:	3419990	THIRSTY LIGHT
Registration Number:	4917088	RAPTOR
Registration Number:	4677189	DIRT GENIUS
Registration Number:	4558554	LENDING MOTHER NATURE A HAND
Registration Number:	5136515	OXYCLONE
Registration Number:	2668273	DAYSPOT
Serial Number:	87297567	TROPICOCO
Serial Number:	87312477	EARTH & SURF
Registration Number:	1305949	HYDROFARM
Registration Number:	2978948	XTRASUN
Registration Number:	2877675	SUNBURST

CORRESPONDENCE DATA

Fax Number: 9142862990

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: 914.286.2937

Email: lippmans@gtlaw.com,nairm@gtlaw.com

Correspondent Name: Sarah Y. Lippman

Address Line 1: 445 Hamilton Avenue, 9th fl.

Address Line 2: Greenberg Traurig, LLP

Address Line 4: White Plains, NEW YORK 10601

NAME OF SUBMITTER: Sarah Y. Lippman

SIGNATURE: /Sarah Lippman/

DATE SIGNED:	05/18/2017
Total Attachments: 2 source=Hydrofarm Inc.-CA-Conversion#page1.tif source=Hydrofarm Inc.-CA-Conversion#page2.tif	

D1400203

201713010189



State of California Secretary of State

0814622 'out'

Limited Liability Company Articles of Organization - Conversion

LLC-1A

File #

FILED Secretary of State State of California MAY - 9 2017

IMPORTANT - Read all instructions before completing this form.

IPC This Space For Filing Use Only

Converted Entity Information

1. Name of Limited Liability Company (The name must include the words Limited Liability Company or the abbreviations LLC or L.L.C. The words Limited and Company may be abbreviated to Ltd. and Co., respectively.)

Hydrofarm, LLC

2. The purpose of the limited liability company is to engage in any lawful act or activity for which a limited liability company may be organized under the California Revised Uniform Limited Liability Company Act.

3. The limited liability company will be managed by (check only one):

[X] One Manager [] More Than One Manager [] All Limited Liability Company Member(s)

4. Initial Street Address of Limited Liability Company's Designated Office in CA

2249 South McDowell Extension

City State Zip Code Petaluma CA 94954

5. Initial Mailing Address of Limited Liability Company, if different from Item 4

City State Zip Code

6. Initial Agent for Service of Process: Item 6a: List the name of an individual or a corporation registered in CA under California Corporations Code section 1505 that agrees to be your agent for service of process. You may not list the converted entity as the agent. Item 6b: If the agent is an individual, list the agent's CA business or residential street address. Item 6c: If the agent is an individual and the converting entity is a CA corporation, limited partnership or general partnership, list the the agent's mailing address. Do not list an address if the agent is a CA registered corporate agent as the address for service of process is already on file.

a. Name of Agent For Service of Process

Peter Wardenburg

b. If an individual, Street Address of Agent for Service of Process - Do not list a P.O. Box

2249 South McDowell Extension

City State Zip Code Petaluma CA 94954

c. If an individual, Mailing Address of Agent for Service of Process

2249 South McDowell Extension

City State Zip Code Petaluma CA 94954

Converting Entity Information

7. Name of Converting Entity

Hydrofarm, Inc.

8. Form of Entity

Corporation

9. Jurisdiction

CA

10. CA Secretary of State File Number, if any

C0814622

11. The principal terms of the plan of conversion were approved by a vote of the number of interests or shares of each class that equaled or exceeded the vote required. If a vote was required, the following was required for each class:

The class and number of outstanding interests entitled to vote AND The percentage vote required of each class. Common - 419,608 shares 51%

Additional Information

12. Additional information set forth on the attached pages, if any, is incorporated herein by this reference and made part of this certificate.

13. I certify under penalty of perjury that the contents of this document are true. I declare I am the person who executed this instrument, which execution is my act and deed.

Signature of Authorized Person (Peter Wardenburg)

Peter Wardenburg, President & CEO

Type or Print Name and Title of Authorized Person

Signature of Authorized Person (Jeffrey Peterson)

Jeffrey Peterson, Secretary

Type or Print Name and Title of Authorized Person



CALIFORNIA
SECRETARY OF STATE



Business Entities, 1500 11th St., 3rd Floor,
Sacramento, CA 95814

Thank You for Doing Business in California

Congratulations on the registration of your limited liability company with the California Secretary of State (SOS). Please see below for important information.

What's next? Required Filings

SOS Statement of Information – Limited liability companies must fill out and file a complete Statement of Information (Form LLC-12) within the first 90 days of registering with the SOS, and every 2 years thereafter before the end of the calendar month of the original registration date.

How can you file your Statement of Information?

- Currently, Statements of Information can be submitted on paper to the SOS through the mail, or submitted in person (drop off) to the Sacramento office. Additional information regarding Statements of Information, including forms, instructions and fees is available at www.sos.ca.gov/business/be/statements.
- Current processing times for Statements of Information may be found at www.sos.ca.gov/business/be/processing-times.
- Coming in the summer of 2017, limited liability companies may file their Statement of Information using our secure E-File Statement of Information filing service.

Franchise Tax Board (FTB) Tax Filing – Once your limited liability company is registered with the SOS, you are required to file a tax return with FTB for each taxable year even if you are not conducting business or have no income. Contact FTB at www.ftb.ca.gov or (800) 852-5711 for forms and requirements concerning franchise taxes or income taxes.

Be aware, if you fail to file a return by the original or extended due date, or fail to pay taxes when due, a penalty may be imposed by FTB. Please visit www.ftb.ca.gov/businesses/Penalty-Information.shtml for tax penalty related information.

Other Business Information and Resources

All business entities are subject to state and federal tax laws. You may wish to contact the following agencies to assist you with these issues:

- Internal Revenue Service – www.irs.gov or call (800) 829-1040 for forms and issues concerning Federal tax, employer identification numbers, subchapter S elections.
- State Board of Equalization – www.boe.ca.gov or call (800) 400-7115 for forms and issues concerning sales taxes or use taxes.
- Employment Development Department – www.edd.ca.gov or call (800) 300-5616 for forms and issues concerning employment and payroll taxes.
- CalGold – www.calgold.ca.gov for appropriate permit, licensing, and contact information for the various agencies that administer and issue these permits.
- SOS Business Resources – www.sos.ca.gov/business/be/resources for a list of agencies you may need to contact to ensure proper compliance with California state law.
- CA Governor's Office of Business and Economic Development (Go-Biz) – www.business.ca.gov for a range of business services including, site selection and permit assistance.