

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM451623

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
HARVEST CONSUMER PRODUCTS, LLC		11/13/2017	Limited Liability Company:
RECEIVING PARTY DATA			
Name:	PNC BANK, NATIONAL ASSOCIATION, AS AGENT		
Street Address:	500 FIRST AVENUE		
City:	PITTSBURGH		
State/Country:	PENNSYLVANIA		
Postal Code:	15219		
Entity Type:	National Banking Association: UNITED STATES		
PROPERTY NUMBERS Total: 9			
Property Type	Number	Word Mark	
Registration Number:	1786370	GARDEN PRO	
Registration Number:	2330480	SOIL KING	
Registration Number:	3083653	COLOURSCAPES	
Registration Number:	2994856	GARDEN PRO	
Registration Number:	3001446	NATURE'S PRIDE	
Registration Number:	4128259	BANFE	
Registration Number:	4396815	GARDEN PRO	
Registration Number:	4441058	NATURE'S PRIDE SELECT	
Registration Number:	4523043	NUTRI-FIBRE	
CORRESPONDENCE DATA			
Fax Number:	7037125050		
<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:	7037125130		
Email:	rdbaker@mcguirewoods.com		
Correspondent Name:	REGINA BAKER		
Address Line 1:	1750 TYSONS BOULEVARD		
Address Line 2:	SUITE 1800		
Address Line 4:	Tysons, VIRGINIA 22102		

OP \$240.00 1786370

ATTORNEY DOCKET NUMBER:	2050285-0354
NAME OF SUBMITTER:	REGINA BAKER
SIGNATURE:	/REGINA BAKER/
DATE SIGNED:	11/20/2017
Total Attachments: 2 source=FirstAmendmentGrantSecurityInterestTrademarks#page1.tif source=FirstAmendmentGrantSecurityInterestTrademarks#page2.tif	

FIRST AMENDMENT TO GRANT OF SECURITY INTEREST IN TRADEMARKS

This FIRST AMENDMENT TO GRANT OF SECURITY INTEREST IN TRADEMARKS (this “**Amendment**”) dated as of November 13, 2017 is delivered pursuant to that certain Grant of Security Interest in Trademarks dated as of February 26, 2016 (as amended, amended and restated, supplemented or otherwise modified from time to time, the “**Trademark Agreement**”), among HARVEST CONSUMER PRODUCTS, LLC (“**Grantor**”), and PNC BANK, NATIONAL ASSOCIATION, as agent (“**Agent**”), recorded on February 29, 2016 as Reel/Frame 5741/0924 with the U.S. Trademark Office. Capitalized terms not herein defined shall have the meanings ascribed to them in the Credit Agreement (as defined below).

RECITALS:

WHEREAS, Grantor entered into that certain Revolving Credit, Term Loan and Security Agreement dated as of February 26, 2016 by and among Grantor, the other Persons named therein as Credit Parties, Agent, and the Persons signatory thereto from time to time as the Lenders (including all annexes, exhibits or schedules thereto, as from time to time amended, restated, supplemented or otherwise modified, the “**Existing Credit Agreement**”);

WHEREAS, as a condition to the amendment and restatement of the Existing Credit Agreement by that certain Amended and Restated Revolving Credit, Term Loan and Security Agreement dated as of the date hereof (as further amended, modified, restated or supplemented from time to time, the “**Credit Agreement**”), Grantor has agreed with the Agent to amend the Trademark Agreement by executing this Amendment;

NOW, THEREFORE, for valuable consideration hereby acknowledged, the parties agree that all references to Credit Agreement in the Trademark Agreement shall mean that certain Amended and Restated Credit Agreement dated as of November 13, 2017 by and among Grantor, the other Persons named therein as Credit Parties, Agent and the Persons signatory thereto from time to time as the Lenders (including all annexes, exhibits or schedules thereto, as from time to time amended, restated, supplemented or otherwise modified, the “**Credit Agreement**”). Grantor further confirms and ratifies the Trademark Agreement in all respects.

[Signature Page to Follow]

IN WITNESS WHEREOF, the undersigned has duly executed this Amendment as of the date first written above.

HARVEST CONSUMER PRODUCTS, LLC

By: 
Name: Christopher Mirick
Title: Manager

FIRST AMENDMENT TO GRANT OF SECURITY INTEREST IN TRADEMARKS
(HARVEST POWER, INC.)
Signature Page

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