TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM497808

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
LTR Products, LLC		11/12/2018	Limited Liability Company: DELAWARE

RECEIVING PARTY DATA

Name:	HPS Investment Partners, LLC, as Collateral Agent
Street Address:	40 West 57th Street
City:	New York
State/Country:	NEW YORK
Postal Code:	10019
Entity Type:	Limited Liability Company: DELAWARE

PROPERTY NUMBERS Total: 17

Property Type	Number	Word Mark
Serial Number:	87452000	ECOSPROUT
Registration Number:	5234165	GARDENCOIR
Serial Number:	87452021	GREENSPROUT
Serial Number:	87296780	GROUNDSCAPES
Registration Number:	4724521	LASTING BEAUTY
Registration Number:	4642831	LOOKS LIKE REAL WOOD MULCH
Registration Number:	4994826	LUMINITE
Registration Number:	3094248	NUPLAY
Registration Number:	3551789	NUSCAPE
Registration Number:	4809231	
Registration Number:	3990720	RE-PLAY
Registration Number:	3083389	RUBBERIFIC
Registration Number:	4590192	RUBBERIFIC
Registration Number:	4800351	RUBBERIFIC
Registration Number:	2665542	RUBBERIFIC MULCH
Serial Number:	86608898	SEED BOOSTER
Registration Number:	4809223	SIGNATURE SERIES

CH $440.00 87452000

CORRESPONDENCE DATA

Fax Number: 2028357586

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: 202-835-7500

Email: dcip@milbank.com

Correspondent Name: Kristin Yohannan, Esq.

Address Line 1: 1850 K Street, NW, Suite 1100

Address Line 2: Milbank, Tweed, Hadley & McCloy, LLP

Address Line 4: Washington, D.C. 20006

ATTORNEY DOCKET NUMBER:	34408.03500
NAME OF SUBMITTER:	Kristin L. Yohannan
SIGNATURE:	/s/ Kristin L. Yohannan
DATE SIGNED:	11/12/2018

Total Attachments: 4

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GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS

November 12, 2018

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, LTR Products, LLC, a Delaware limited liability company (the "Grantor"), hereby grants to HPS Investment Partners, LLC, as Collateral Agent (the "Grantee") a continuing security interest in (i) all of the Grantor's right, title and interest in, to and under to the United States trademarks, trademark registrations and trademark applications (the "Trademarks") set forth on Schedule A attached hereto, (ii) all Proceeds (as such term is defined in the Security Agreement referred to below) and products of the Trademarks, (iii) the goodwill of the businesses with which the Trademarks are associated and (iv) all causes of action arising prior to or after the date hereof for infringement of any of the Trademarks or unfair competition regarding the same.

THIS GRANT is made to secure the satisfactory performance and payment of all the Secured Obligations of the Grantor, as such term is defined in the Pledge and Security Agreement among the Grantor, the other assignors from time to time party thereto and the Grantee, dated as of December 29, 2017 (as amended, modified, restated and/or supplemented from time to time, the "Security Agreement"). Upon the occurrence of any termination (as set forth in Section 10 of the Security Agreement), the Grantee shall execute, acknowledge, and deliver to the Grantor an instrument in writing releasing the security interest in the Trademarks acquired under this Grant.

This Grant has been granted in conjunction with the security interest granted to the Grantee under the Security Agreement. The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

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IN WITNESS WHEREOF, the parties hereto have duly executed this agreement as of the day and year first above written.

LTR PRODUCTS, LLC

By: _____
Name: Frank J. DeCarlo
Title: Secretary

SECURED PARTY:

HPS INVESTMENT PARTNERS, LLC,
as Collateral Agent

By: VIKAS KESWANI
Its: MANAGING DIRECTOR

Schedule A

Trademarks

Trademark	Status	App. No.	App. Date	Reg. No.	Reg. Date	Owner
ECOSPROUT	Allowed	87/452,000	May 16, 2017			LTR Products, LLC
GARDENCOIR	Registered	87/184,221	September 27, 2016	5,234,165	June 27, 2017	LTR Products, LLC
GREENSPROUT	Allowed	87/452,021	May 16, 2017			LTR Products, LLC
GROUNDSCAPES	Allowed	87/296,780				LTR Products, LLC
LASTING BEAUTY	Registered	86/022,607	July 29, 2013	4,724,521	April 21, 2015	LTR Products, LLC
LOOKS LIKE REAL WOOD MULCH	Registered	86/346,823	July 24, 2014	4,642,831	November 18, 2014	LTR Products, LLC
LUMINITE	Registered	86/724,128	August 13, 2015	4,994,826	July 5, 2016	LTR Products, LLC
NUPLAY	Registered	78/485,459	September 17, 2004	3,094,248	May 16, 2006	LTR Products, LLC
NUSCAPE	Registered	78/459,146	July 29, 2004	3,551,789	December 23, 2008	LTR Products, LLC
Packaging Elements Logo	Registered	86/114,244	November 8, 2013	4,809,231	September 8, 2015	LTR Products, LLC
RE-PLAY	Registered	77/854,755	October 22, 2009	3,990,720	July 5, 2011	LTR Products, LLC
RUBBERIFIC	Registered	78/180,710	October 31, 2002	3,083,389	April 18, 2006	LTR Products, LLC
RUBBERIFIC	Registered	86/046,691	August 23, 2013	4,590,192	August 19, 2014	LTR Products, LLC
RUBBERIFIC & design	Registered	86/114,158	November 8, 2013	4,800,351	August 25, 2015	LTR Products, LLC
RUBBERIFIC MULCH	Registered	76/228,466	March 19, 2001	2,665,542	December 24, 2002	LTR Products, LLC
SEED BOOSTER	Allowed	86/608,898	April 24, 2015			LTR Products, LLC
SIGNATURE SERIES	Registered	86/110,962	November 5, 2013	4,809,223	September 8, 2015	LTR Products, LLC