

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM620014

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Southern States Cooperative, Incorporated		12/18/2020	Corporation: VIRGINIA
RECEIVING PARTY DATA			
Name:	Agway Farm & Home Supply, LLC		
Street Address:	1230 Rosecrans Avenue, Suite 170		
City:	Manhattan Beach		
State/Country:	CALIFORNIA		
Postal Code:	90266		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 33			
Property Type	Number	Word Mark	
Serial Number:	90225805	AGWAY FARM & HOME	
Serial Number:	88286020	GREENLAWN	
Serial Number:	88619915	GREENLAWN	
Serial Number:	88619924	GREENLAWN	
Serial Number:	88403895	GREENLAWN	
Serial Number:	88403789	GREENLAWN	
Registration Number:	6060162	GREENLAWN	
Serial Number:	88403906	GREENLAWN	
Serial Number:	88067896	GREENLAWN	
Serial Number:	73814143	HI-TRACTION	
Serial Number:	86320371	GREEN LABEL PLUS	
Serial Number:	72099313	WEAR GREEN	
Serial Number:	74060379	SPOT GREEN	
Serial Number:	73814882	EASY-STIR	
Serial Number:	76086477	CARPETMAKER	
Serial Number:	85136257	READY GREEN	
Serial Number:	73243701	SHADY GREEN	
Serial Number:	85012268	SHADEE	
Serial Number:	72073176	DURA-GREEN	
TRADEMARK			

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Property Type	Number	Word Mark
Serial Number:	76297584	CRITTER FEAST
Serial Number:	72124631	GREENLAWN
Serial Number:	74074501	AGWAY
Serial Number:	78482705	AGWAY
Serial Number:	78482716	AGWAY
Serial Number:	72224365	AGWAY
Serial Number:	72224363	AGWAY
Serial Number:	72224366	AGWAY
Serial Number:	78881786	FIELDMASTER
Serial Number:	72189675	AGWAY
Serial Number:	75228819	STAGE
Serial Number:	72224364	AGWAY
Serial Number:	77455556	GOLD LABEL PLUS
Serial Number:	73764675	FEEDER'S SELECT

CORRESPONDENCE DATA

Fax Number:

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: 2138915031
Email: jreider@buchalter.com
Correspondent Name: Jessie Reider Cristo
Address Line 1: 1000 Wilshire Blvd., Suite 1500
Address Line 4: Los Angeles, CALIFORNIA 90017

NAME OF SUBMITTER:	Jessie Reider Cristo
SIGNATURE:	/jrc/
DATE SIGNED:	01/13/2021

Total Attachments: 8

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TRADEMARK ASSIGNMENT

This Trademark Assignment (“**Assignment**”) is made effective as of December 18, 2020 (the “**Effective Date**”), by and between Southern States Cooperative, Incorporated, a Virginia corporation, sometimes referred to as Southern States Cooperative, Incorporated, an agricultural cooperative corporation of Virginia (“**Assignor**”), and Agway Farm & Home Supply, LLC, a Delaware limited liability company with an address of 1230 Rosecrans Avenue, Suite 170, Manhattan Beach, CA 90266 (hereinafter “**Assignee**”). As used in this Assignment, Assignor and Assignee shall collectively be referred to as “**the Parties**.”

WHEREAS, Assignor owns the trademarks, including the applications, common law rights, all business represented by the trademarks, all related goodwill, and the right to sue for past infringement, identified in Exhibit A hereto (the “**Marks**”); and

WHEREAS, Assignor, Assignee and Agway Holdings, LLC, a Delaware limited liability company, entered into that certain Contribution Agreement, dated as of November 5, 2020 (the “**Contribution Agreement**”);

WHEREAS, under the terms of the Contribution Agreement, Assignor has contributed conveyed, transferred, and assigned to Assignee, among other assets, the Marks, and has agreed to execute and deliver this Assignment;

WHEREAS, Assignee desires to acquire all right, title and interest in and to the Marks, the applications thereof, all goodwill associated therewith, all common law rights, all business associated with and represented by the Marks, and the right to sue for past infringement.

NOW, THEREFORE, for good and valuable consideration the receipt and sufficiency of which are hereby acknowledged, the parties agree as follows:

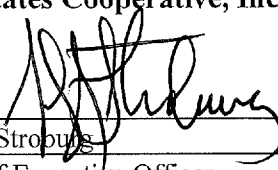
1. Assignment. Upon execution of this Assignment, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor hereby irrevocably and unconditionally assigns, transfers and conveys to Assignee the entire right, title and interest in and to the Marks, the applications thereof, all common law rights, the business associated with and represented by the Marks, together with all goodwill of the business represented and symbolized thereby with all rights to sue and recover damages and/or profits for past infringements.
2. Further Assurances. Assignor agrees that, upon request by Assignee, and at any time and without further consideration, it will take whatever further action is deemed necessary or appropriate by Assignee, including the execution of any documents, to vest title to and effect the transfer and recording of, the Marks in Assignee, its successors, assigns and legal representatives or nominees.

[Signature page follows]

IN WITNESS WHEREOF, the Parties hereto have caused this Trademark Assignment to be executed as of the date first written.

ASSIGNOR

Southern States Cooperative, Inc.

By: 
Name: Jeff Stropus
Title: Chief Executive Officer

ASSIGNEE

Agway Farm & Home Supply, LLC

By: Agway Holdings, LLC, its Manager

By: _____
Name: Brad Holtmeier
Title: Manager

IN WITNESS WHEREOF, the Parties hereto have caused this Trademark Assignment to be executed as of the date first written.

ASSIGNOR

Southern States Cooperative, Inc.

By: _____
Name: _____
Title: _____

ASSIGNEE

Agway Farm & Home Supply, LLC

By: Agway Holdings, LLC, its Manager

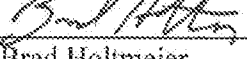







By:  _____
Name: Brad Holtmeier
Title: Manager

EXHIBIT A

Marks

TRADEMARK / SERVICE MARK	OWNERSHIP	CLASS	GOODS / SERVICES	SERIAL NUMBER/ REGISTRATI ON NUMBER
AGWAY FARM & HOME	Southern States Cooperative Incorporated	035 1(b)	Wholesale general merchandise distributorship services; wholesale general merchandise distributorship services featuring pet and animal food and supplies, animal health products, bird food and supplies, lawn and garden products, seasonal home and hardware products and farm products and supplies	90225805
	Southern States Cooperative, Incorporated	031 1(b)	Grass seed	88/286,020
GREENLAWN	Southern States Cooperative, Incorporated	008 1(b)	Hand operated spreaders for seed and dry lawn chemicals	88/619,915
	Southern States Cooperative, Incorporated	008 1(b)	Hand operated spreaders for seed and dry lawn chemicals	88/619,924
GREENLAWN	Southern States Cooperative, Incorporated	008 1(b)	Gardening tools, namely, manually operated long handled tools for working the ground	88/403,895

TRADEMARK / SERVICE MARK	OWNERSHIP	CLASS	GOODS / SERVICES	SERIAL NUMBER/ REGISTRATI ON NUMBER
	Southern States Cooperative, Incorporated	008 1(b)	Gardening tools, namely, manually operated long handled tools for working the ground	88,403,789
GREENLAWN	Southern States Cooperative, Incorporated	001 1(b)	Soil additives, namely, agricultural lime	88/403,912 6,060,162
	Southern States Cooperative, Incorporated	001 1(b)	Soil additives, namely, agricultural lime	88/403,906 6,060,161
	Southern States Cooperative, Incorporated	001 1(b)	Fertilizers	88/067,896 5,853,095
HI-TRACTION	Southern States Cooperative, Incorporated	019	Coal Tar based driveway sealer and filler	73/814,143/ 1,622,533
GREEN LABEL PLUS	Southern States Cooperative, Incorporated	022	Binder and baler twine; twine	86/320,371/ 4,671,803
WEAR GREEN	Southern States Cooperative, Incorporated	031	Grass seed mixture	72/099,313/ 0,712,670
SPOT GREEN	Southern States Cooperative, Incorporated	031	Lawn grass seed	74/060,379/ 1,640,717
EASY STIR	Southern States Cooperative, Incorporated	019	Coal tar based driveway sealer and filler	73/814,882/ 1,641,278
CARPETMAKER	Southern States Cooperative, Incorporated	001	Fertilizers for domestic and commercial use	76/086,477/ 2,469,695
READY GREEN	Southern States Cooperative, Incorporated	031	Grass seed	85/136,257/ 4,071,637

TRADEMARK / SERVICE MARK	OWNERSHIP	CLASS	GOODS / SERVICES	SERIAL NUMBER/ REGISTRATI ON NUMBER
SHADY GREEN	Southern States Cooperative, Incorporated	031	Grass seed mixtures	73/243,701/1,188,858
SHADEE	Southern States Cooperative, Incorporated	031	Grass seed	85/012,268/4,116,336
DURA-GREEN	Southern States Cooperative, Incorporated	031	Grass seed	72/073,1760,730,224
CRITTER FEAST	Southern States Cooperative, Incorporated	031	Foodstuffs for domestic and non-domestic animals	76/297,584/2,578,415
GREENLAWN	Southern States Cooperative, Incorporated	001	Fertilizers	72/124,631/0,733,641
AGWAY	Southern States Cooperative, Incorporated	042	Retail general merchandise store services	74/074,501/1,847,932
	Southern States Cooperative, Incorporated	035	Retail general merchandise store services	78/482,705/3,065,355
	Southern States Cooperative, Incorporated	035	Retail general merchandise store services	78/482,716/3,065,356
AGWAY	Southern States Cooperative, Incorporated	001	Lawn fertilizer, garden fertilizer, plan goods, mulches, composts, (liquid fertilizers), soil conditioners (ammonium sulfate sold as fertilizer) and peat moss	72/224,365/0/808,749

TRADEMARK / SERVICE MARK	OWNERSHIP	CLASS	GOODS / SERVICES	SERIAL NUMBER/ REGISTRATI ON NUMBER
AGWAY	Southern States Cooperative, Incorporated	001	Lawn and grass seed, garden seed, field seed (ryegrass), clover seed, alfalfa seed, bean seed, bluegrass seed, plant bulbs, rose bushes, soil, limestone, packaged plug of turf, pet litter, oyster shells, calcite crystals, poultry grit, potting soils, granite grit for poultry, charcoal briquettes and charcoal lighter	72/224,363/ 0,813,726
AGWAY	Southern States Cooperative, Incorporated	007	Hand and power operated sprayers for agricultural use	72/224,366/ 0,816,100
FIELDMASTER	Southern States Cooperative, Incorporated	009	Electric fence chargers	78/881,786/ 3,446,854
AGWAY	Southern States Cooperative, Incorporated	021	House brooms, barn brooms, household brushes, dairy brushes, and stock brushes	72/189,675/ 0,858,931
STAGE	Southern States Cooperative, Incorporated	001	Lawn fertilizer for domestic use	75/228,819/ 2,200,381
AGWAY	Southern States Cooperative, Incorporated	001	Insecticides, fungicides, herbicides, water softening preparations, preparation for controlling crab grass, rodenticide	72/224,364/ 0,859,518

TRADEMARK / SERVICE MARK	OWNERSHIP	CLASS	GOODS / SERVICES	SERIAL NUMBER/ REGISTRATI ON NUMBER
GOLD LABEL PLUS	Southern States Cooperative, Incorporated	022	Binder and baler twine; twine	77/455,556/ 3,540,193
FEEDER'S SELECT	Southern States Cooperative, Incorporated	031	Bird seed	73/764,675/ 1,560,070
AGWAY FARM & HOME	Southern States Cooperative, Incorporated	035	Wholesale general merchandise distributorship services; wholesale general merchandise distributorship services featuring pet and animal food and supplies, animal health products, bird food and supplies, lawn and garden products, seasonal home and hardware products and farm products and supplies	90/225,805