

02-08-2001



101608482

1.31.01

### RECORDATION FORM COVER SHEET TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

#### Submission Type

New

Resubmission (Non-Recordation)  
Document ID #

Correction of PTO Error  
Reel #  Frame #

Corrective Document  
Reel #  Frame #

#### Conveyance Type

Assignment  License

Security Agreement  Nunc Pro Tunc Assignment

Merger  Effective Date  
Month Day Year

Change of Name

Other

#### Conveying Party

Mark if additional names of conveying parties attached

Name

Formerly

Individual  General Partnership  Limited Partnership  Corporation  Association

Other

Citizenship/State of Incorporation/Organization

Execution Date  
Month Day Year  
11242000

2250431

#### Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

Individual  General Partnership  Limited Partnership  If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

Corporation  Association

Other

Citizenship/State of Incorporation/Organization

02/08/2001 GTM11 00000058 2280431

FOR OFFICE USE ONLY

01 FC:481 40.00 OP  
02 FC:482 150.00 OP

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Mail documents to be recorded with required cover sheet(s) information to:  
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231  
TRADEMARK

REEL: 002232 FRAME: 0397

**Domestic Representative Name and Address**

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Correspondent Name and Address**

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Pages**

Enter the total number of pages of the attached conveyance document including any attachments.

#

**Trademark Application Number(s) or Registration Number(s)**

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

**Trademark Application Number(s)**

**Registration Number(s)**

**Number of Properties**

Enter the total number of properties involved.

#

**Fee Amount**

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

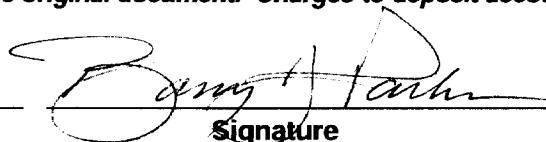
Yes

No

**Statement and Signature**

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. Charges to deposit account are authorized, as indicated herein.

Barry J. Parker  
Name of Person Signing

  
Signature

12/29/2000  
Date Signed

**ASSIGNMENT OF TRADEMARKS**

This is an assignment of trademarks from THE GARDEN GROW COMPANY, an Oregon corporation (hereinafter "ASSIGNOR") to ROD McLELLAN CO., a California corporation having an address of 914 South Claremont Street, San Mateo, California 94402 (hereinafter "ASSIGNEE").

WHEREAS, pursuant to an Asset Purchase Agreement dated as of November 14, 2000, ASSIGNOR desires to transfer to ASSIGNEE all rights, title and interest in and to the trademarks and names identified in Exhibit A attached hereto (hereinafter "The Marks").

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, ASSIGNOR does hereby assign unto ASSIGNEE and its successors and assigns, all rights, title and interest in and to The Marks, individually and collectively, throughout the world, whether common law, statutory or otherwise, together with the goodwill connected with the use of and symbolized by The Marks and that portion of the business to which The Marks pertain, including the right to sue and to collect damages, to have the benefit of any and all usage of The Marks in all combinations with and without other words and in all forms, styles, colors, and representations whatsoever, from the dates of first use ever, and any and all registrations of The Marks.

IN WITNESS WHEREOF, ASSIGNOR has caused this Assignment to be executed on the date below written.

THE GARDEN GROW COMPANY

Dated: 11/24/00

By: *Gary Pickett*

Name: GARY PICKETT

Title: SECRETARY

(Attach Notary Acknowledgment)

STATE OF OREGON

County of Multnomah

)  
) ss.  
)

This instrument was acknowledged before me on this 27th day of  
November, 2000, by GARY PICKETT.



Marilyn G. Brown  
NOTARY PUBLIC FOR OREGON  
My Commission Expires: 3-16-01

# EXHIBIT A

(Assignment from The Garden Grow Company to Rod McLellan Co.)

## TRADEMARKS AND NAMES

<b>TRADEMARK</b>	<b>REGISTRATION NO.</b>	<b>REGISTRATION DATE</b>
WHITNEY FARMS	2,280,431	September 28, 1999
CLAY BUSTER	2,254,351	June 15, 1999
GREEN SCENE	1,241,715	June 14, 1983
GENIE DESIGN	1,071,229	August 16, 1977
BLACK MAGIC	1,025,987	December 2, 1975
ENVEE	0,781,582	December 15, 1964
FISH-ILIZER	0,695,150	March 29, 1960
UNCLE MALCOM'S	None	None
ELLIE'S	None	None
MAYBE YOU REALLY DO HAVE A GREEN THUMB	None	None
whitneyfarms.com	None	None
whitneyfarm.com	None	None
blackmagicgardening.com	None	None

--no others--

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