

09-21-2001

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002)



U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

Tab settings

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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): Proven Winners North America, L.L.C.

- Individual(s), Association, General Partnership, Limited Partnership, Corporation-State, Other Michigan limited liability company

Additional name(s) of conveying party(ies) attached? Yes No

- Nature of conveyance: Assignment, Merger, Security Agreement, Change of Name, Other

Execution Date: September 11, 2001

2. Name and address of receiving party(ies) Name: Proven Winners North America, L.L.C.

Internal Address: Suite 5 Street Address: 1566 La Pradera Drive City: Campbell State: CA Zip: 95008

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State

Other California limited liability co. If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s) 75/747,135

B. Trademark Registration No.(s)

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Owen, Wickersham & Erickson, P.C. Internal Address: J. Scott Gerien, Esq. Suite 1910

Street Address: 455 Market Street City: San Francisco State: CA Zip: 94105

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41): \$ 40.00 Enclosed Authorized to be charged to deposit account

8. Deposit account number: (Attach duplicate copy of this page if paying by deposit account)

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9. 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.

J. Scott Gerien, Esq. Name of Person Signing

Signature

9/13/2001 Date

Total number of pages including cover sheet, attachments, and document: 6

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All documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

TRADEMARK REEL: 002370 FRAME: 0733

ASSIGNMENT OF INTENT TO USE APPLICATION

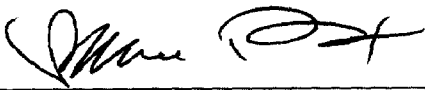
WHEREAS, Proven Winners North America, L.L.C., a Michigan limited liability company, with its principal place of business at 426 West Second Street, Rochester, Michigan 48307 ("Assignor"), owns and has a *bona fide* intent to use the mark **SHADOWDANCER** ("the Mark") in connection with the following goods and/or services: LIVING PLANTS, NAMELY, FUCHSIAS; and

WHEREAS, Assignor has applied to register the Mark on the Principal Register of the United States Patent and Trademark Office based on Assignor's *bona fide* intent to use the mark in commerce in connection with the above-described goods and/or services, Application Serial No. 75/747,135 filed on July 9, 1999; and

WHEREAS, Proven Winners North America, L.L.C., a California limited liability company, with its principal place of business at 1566 La Pradera Drive, Suite 5, Campbell, California 95008 ("Assignee"), desires to acquire certain assets of Assignor in connection with which Assignor has a *bona fide* intent to use the Mark and the pending Application;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, assigns and transfers to Assignee all right, title and interest in and to the Mark and the pending Application therefor, together with that portion of Assignor's assets in connection with which it has a *bona fide* intent to use the Mark.

Proven Winners North America, L.L.C.,
A Michigan limited liability company

Dated effective as of: Sept. 11, 2001 By 
Name: MARK BRXON
Title: EXECUTIVE DIRECTOR

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