

12-21-2001

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Form PTO-1594  
(Rev. 03/01)  
OMB No. 0651-0027 (exp. 5/31/2002)  
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RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

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

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

10-25-01

1. Name of conveying party(ies):  
Tierra International, LLC  
 Individual(s)       Association  
 General Partnership       Limited Partnership  
 Corporation-State  
 Other Limited Liability Company of Indiana  
Additional name(s) of conveying party(ies) attached?  Yes  No

2. Name and address of receiving party(ies)  
Name: Garden.com, Inc.  
Internal Address:  
Street Address: 3301 Steek Ave  
City: Austin State: TX Zip: 78757  
 Individual(s) citizenship  
 Association  
 General Partnership  
 Limited Partnership  
 Corporation-State DE  
 Other  
If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No  
(Designations must be a separate document from assignment)  
Additional name(s) & address(es) attached?  Yes  No

3. Nature of conveyance:  
 Assignment       Merger  
 Security Agreement       Change of Name  
 Other Corrective Assignment to correct assignors name.  
Execution Date: \_\_\_\_\_

4. Application number(s) or registration number(s):  
A. Trademark Application No.(s) # 2,171,627  
EARTHMADE  
Additional number(s) attached  Yes  No

B. Trademark Registration No.(s) \_\_\_\_\_

5. Name and address of party to whom correspondence concerning document should be mailed:  
Name: Rose M Simpson  
Internal Address: America's Gardening Resource, Inc.  
Street Address: 128 Intervale Road  
City: Burlington State: VT Zip: 05401

6. Total number of applications and registrations involved: \_\_\_\_\_

7. Total fee (37 CFR 3.41) \$ \_\_\_\_\_  
 Enclosed      Credit Card form previously submitted  
 Authorized to be charged to deposit account

8. Deposit account number: \_\_\_\_\_

DO NOT USE THIS SPACE

9. Signature:  
  
Name of Person Signing: Rose M. Simpson      Signature: \_\_\_\_\_      Date: 12.19.01

Total number of pages including cover sheet, attachments, and documents: \_\_\_\_\_  
Mail documents to be recorded with required cover sheet information to:  
Commissioner of Patent & Trademarks, Box Assignments  
Washington, D.C. 20231

FORM PTO-1504 Rev. 6-95		LIFO RECORD		04-20-2000		U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office	
USPTO No. 03/124/1 (exp. 4-04)		3.13.04		101326550		Docket No. 5728	
To the Honorable Commissioner of Patents ...				nal documents or copy thereof.			
1. Name of conveying party(ies) Tierra Enterprises, LLC Individual(s) _____ Association _____ General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input type="checkbox"/> Corporation-State of Delaware _____ <input checked="" type="checkbox"/> Other: <u>Indiana Limited Liability Company (LLC)</u> Additional name(s) of conveying party(ies) attached? Yes <input checked="" type="checkbox"/> No _____				2. Name and address of receiving party(ies) Name: <u>Garden.com, Inc.</u> Internal Address: _____ Street Address: <u>3301 Steck Avenue</u> City: <u>Austin</u> State: <u>TX</u> Zip: <u>78757</u> Individual(s) citizenship _____ Association _____ <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation - Delaware Other _____ If assignee is not domiciled in the United States, a domestic representative designation is attached? Yes _____ No _____ (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? Yes _____ No _____			
3. Nature of conveyance: <input checked="" type="checkbox"/> Assignment _____ <input type="checkbox"/> Merger _____ <input type="checkbox"/> Security Agreement _____ <input type="checkbox"/> Change of Name _____ <input type="checkbox"/> Other _____ Execution Date: <u>January 21, 2000</u>							
4. Application number(s) or patent number(s):				B. Trademark Registration No. <u>2171627</u>			
				Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>Peter W. Becker, Esq.</u> Internal Address: <u>Reinhard Boerner, Van Deuren Norris &amp; Rieselbach, s.c.</u> <u>P.O. Box 514000</u> <u>Milwaukee, WI 53203-3400</u> Street Address: <u>1000 North Water Street, Ste. 2100</u> City: <u>Milwaukee</u> State: <u>WI</u> Zip: <u>53202-0000</u>				6. Total number of applications and registrations involved; ..... 1			
				7. Total fee (37 CFR 3.41) ..... \$40.00 <input checked="" type="checkbox"/> Enclosed Authorized to be charged to deposit account <input checked="" type="checkbox"/> Any deficiencies in Enclosed Fee should be charged to our Deposit Account.			
				B. Deposit account number: 18-0882 (Attach duplicate copy of this page if paying by deposit account.)			
DO NOT USE THIS SPACE							
9. Statement and signature: <i>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.</i> <u>Peter W. Becker</u> <u>[Signature]</u> <u>March 8, 2000</u> Name of Person Signing Signature Date Total number of pages including cover sheet, attachments, and document: [5]							

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Washington, D.C. 20231

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Form PTO-1594

(Rev. 03/01)

OMB No. 0651-0027 (exp. 5/31/2002)

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RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

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

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

Please change from:

1. Name of conveying party(ies):

Tierra Enterprises, LLC

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- Other Limited Liability Company of Indiana

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

3. Nature of conveyance:

Please change to: Tierra International, LLC

- Assignment  Merger
- Security Agreement
- Change of Name
- Other Corrective Assignment

Execution Date: 1.21.00

Please change to =

2. Name and address of receiving party(ies)

Name: GARDEN.COM, Inc.

Internal Address:

Street Address: 3301 Steck Ave

City: Austin State: TX Zip: 78757

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

If assignee is not domiciled in the United States, a domestication is attached:  Yes  No  
As a separate document from assignment?  Yes  No  
Attorney(s) & address(es) attached?  Yes  No

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

A. Trademark Application No.(s)

# 2,171,627 (Earthmade)

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: Rose M Simpson

Internal Address: America's Gardening Resource

Street Address: 128 Intervale Rd

City: Paulding State: VT Zip: 05401

6. Total number of applications and registrations involved:

7. Total fee (37 CFR 3.41): \$ 40.00

- Enclosed
- Authorized to be charged to deposit account (credit card payment form included)

8. Deposit account number:

400

(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.

Rose M Simpson  
Name of Person Signing

Rose M Simpson  
Signature

10.15.01  
Date

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

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

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ASSIGNMENT OF INTELLECTUAL PROPERTIES

THIS ASSIGNMENT OF INTELLECTUAL PROPERTIES, effective as of the date of the last signature below, is between TIERRA ENTERPRISES, LLC ("Assignor"), an Indiana limited liability company, and GARDEN.COM, INC. ("Assignee"), a Delaware corporation.

RECITALS

A. Assignor is the owner of all right, title and interest in and to certain intellectual properties as specified below.

B. Assignor desires to assign all its right, title and interest in these properties to Assignee and Assignee desires to accept such assignment.

AGREEMENTS

In consideration of the recitals and mutual agreements that follow and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Assignee and Assignor agree as follows:

1. Assignment of Trademark. Assignor assigns and contributes to Assignee all of Assignor's right, title and interest worldwide in and to the trademark listed in Schedule A attached hereto, along with all of the goodwill associated with such trademark.

2. Assignment of Accrued Enforcement Rights. The Assignor assigns and contributes to the Assignee any causes of action for infringement of any of the intellectual properties specified in Section 1 above that may have accrued prior to the execution date of this Agreement.

3. Further Assurances. Assignor shall provide Assignee, its successors, assigns or other legal representatives, cooperation and assistance at Assignee's reasonable request and expense, such assistance including the execution and delivery of any and all affidavits, declarations, oaths, exhibits, assignments, powers of attorney or other documentation as may be reasonably required; in the preparation, prosecution and/or maintenance of any applications for patents or registration of the intellectual property assigned pursuant to this Assignment; in the prosecution or defense of any interference, opposition, infringement or other proceedings that may arise in connection with any of the

STATE OF INDIANA, DATE: 01-17-2010

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intellectual property assigned pursuant to this Assignment; and in the implementation or perfection of this Assignment.

IN WITNESS WHEREOF, we have hereunto set our hands and seal.

ASSIGNOR:

TIERRA ENTERPRISES, LLC

BY Charles A. [Signature]  
Its CEO

State of Indiana )

: SS

DeWarr (County)

On this 21 day of January, 2000, before me appeared Charles A. [Signature] personally known, who, being by me duly sworn, did say that he is CEO of Tierra Enterprises, LLC, and that said instrument was signed on behalf of said limited liability by authority of the Manager.

[Signature]  
(Peter E. Murphy)  
Notary Public, State of Indiana  
My commission 10/28/04

DEC-19-01 WED 09:01 AM  
NOV-06-01 TUE 01:53 PM

GARDNERS SUPPLY  
GARDNERS SUPPLY

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ASSIGNEE:

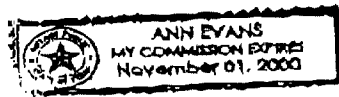
GARDEN.COM, INC.

BY

Its

State of Texas )  
                  : SS  
                  ) County )

On this 11<sup>th</sup> day of January, 2000, before me appeared David Lopez to me personally known, who, being by me duly sworn, did say that he is Chief Executive Officer of Garden.com, Inc., and that said instrument was signed on behalf of said corporation by authority of the Board of Directors.



Ann Evans  
Notary Public, State of Texas  
My commission 11-1-2000

N.W. 37878042 1101 01 102000

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SCHEDULE A

Federal Trademark Registration

United States Trademark Office Serial Number 75-053246 for "EARTHMADE"

WAS18678801:04L 01/19/2000

RECORDED: 03/13/2000

TRADEMARK  
REEL: 002055 FRAME: 0081

RECORDED: 10/22/2001

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