

12-07-2001



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

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

Tab settings

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

1. Name of conveying party(ies):

Henry Field Seed and Nursery Company

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

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: October 26, 2001

2. Name and address of receiving party(ies)

Name: Scarlet Tanager Holdings I LLC Internal Address: c/o Niles Kinerk

Street Address: 7602 Hyland Lane

City: Guilford State: Indiana Zip: 47022

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

Other Limited Liability Company-Delaware

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

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 0871125, 0871095, 0754816, 0934186, 0944973,

Additional number(s) attached Yes No

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

Name: Candace Lynn Bell, Esq.

Internal Address: Kavinoky & Cook, LLP

Street Address: 120 Delaware Avenue

City: Buffalo State: New York Zip: 14202

6. Total number of applications and registrations involved:

5

7. Total fee (37 CFR 3.41): \$140.00

- Enclosed Authorized to be charged to deposit account for underpayment

8. Deposit account number:

50-1024

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

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.

Candace Lynn Bell, Esq.

Name of Person Signing

Signature

November 1, 2001

Date

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

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

EXPRESS MAIL LABEL #EL560509845US

TRADEMARK REEL: 002404 FRAME: 0486

12/07/2001 LUMELER 0000010 0871125 100.00 EP 100.00 EP

HENRY FIELD SEED AND NURSERY COMPANY

a/k/a Henry Field Seed & Nursery Company

(LOTS D & E)

ASSIGNMENT OF TRADEMARKS/SERVICE MARKS

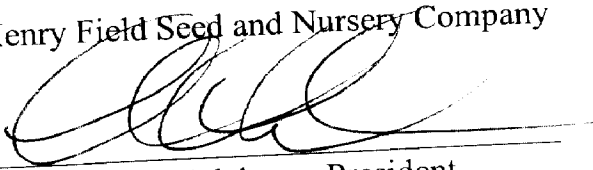
Whereas Henry Field Seed and Nursery Company, an Iowa Corporation, a/k/a Henry Field Seed & Nursery Company, with offices at 1950 Waldorf N.W., Grand Rapids, Michigan 49950, Attention: Lawrence M. Adelman, has adopted and used the trademarks and/or service marks described as the "Marks" on Schedule A attached hereto; some of which Marks may be the subject of pending applications with the United States Patent and Trademark Office, some of which Marks may be the subject of registrations with the United States Patent and Trademark Office, some of which Marks may be the subject of pending applications with foreign trademark offices and some of which Marks may be the subject of registrations with foreign trademark offices, as more specifically described on Schedule A, and

Whereas Scarlet Tanager Holdings I LLC, a Delaware Limited Liability Company with a mailing address of 7602 Hyland Lane, Guilford, Indiana 47022, c/o Mr. Niles Kinerk, is desirous of acquiring said Marks and the goodwill associated therewith.

Now, therefore, for good and valuable consideration, receipt and sufficiency of which is hereby acknowledged, Henry Field Seed and Nursery Company does hereby fully assign, transfer, and release unto Scarlet Tanager Holdings I LLC all of its right, title, and interest in and to the said Marks, including but not limited to all of its right, title, and interest in and to any pending applications and registrations for such Marks, together with the goodwill of the business symbolized by the Marks.

Henry Field Seed and Nursery Company further assigns, transfers, and releases to Scarlet Tanager Holdings I LLC any and all claims for damages by reason of past, present, or future continuing infringement of said Marks, and the right to sue for and collect the same for its own use and benefit and that of its successors, assigns, or other legal representatives.

Date: ^{As of} October 26, 2001

Henry Field Seed and Nursery Company
By: 
Lawrence M. Adelman, President

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STATE OF NEW YORK)
)SS.:
COUNTY OF NEW YORK)

On the 25 day of October, 2001 before me the undersigned, personally appeared Lawrence M. Adelman, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his capacity as President Henry Field Seed and Nursery Company, and that by his signature on the instrument Henry Field Seed and Nursery Company executed the instrument, and that Lawrence M. Adelman made such appearance before the undersigned in the City of New York and State of New York.

Marilyn Cohen
Notary Public

MARILYN COHEN
Notary Public, State of New York
No. 01CC6026205
Qualified in Queens County
Commission Expires April 11, 2002

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SCHEDULE A

(LOT D)

OWNER: Henry Field Seed and Nursery Company in Asset Purchase Agreement
 listed as: Henry Field Seed & Nursery Company
 Iowa Corporation

MARK	STATUS	REG NUMBER	REG DATE	SERIAL NUMBER	FILE DATE	COUNTRY
TRIANGLE AND ROOT design only	REG	0871125	06/17/1969	72/308206	09/25/1968	USA
SHADED TRIANGLE AND ROOT design only	REG	0871095	06/17/1969	72/308204	09/25/1968	USA
FIELD with design of SHADED TRIANGLE AND ROOT	REG	0754816	08/20/1963	72/143358	04/30/1962	USA
GURNEY				2001014973	01/31/2001	CHINA P.R.

(LOT E)

OWNER: Henry Field Seed and Nursery Company in Asset Purchase Agreement
 listed as: Henry Field Seed & Nursery Company
 Iowa Corporation

MARK	STATUS	REG NUMBER	REG DATE	SERIAL NUMBER	FILE DATE	COUNTRY
HENRY FIELD'S	REG	0934186	05/16/1972	72/385736	03/08/1971	USA
FIELD	REG	0944973	10/17/1972	72/385735	03/08/1971	USA
HENRY FIELD				2001014969	01/31/2001	CHINA P.R.

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RECORDED: 11/01/2001

TRADEMARK
REEL: 002404 FRAME: 0490