

11-26-2002

2 SHEET

Docket No.:

7629.40



ONLY

102293361

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):
Fine Holdings, Inc.

10-31-02

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State **Delaware**
 Other _____

Additional names(s) of conveying party(ies) Yes No

2. Name and address of receiving party(ies):

31

Name: **InsideOut Development, L.L.C.**

Internal Address: _____

Street Address: **95 North 490 West**

City: **American Fork** State: **UT** ZIP: **84003**

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State **Utah**
 Other _____

If assignee is not domiciled in the United States, a domestic designation is Yes N
(Designations must be a separate document from
Additional name(s) & address(es) Yes N

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: **September 3, 2002**

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

A. Trademark Application No.(s)

Additional numbers Yes No

B. Trademark Registration No.(s)

1,900,145

Additional numbers Yes No

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

Name: **Berne S. Broadbent**

Internal Address: **Kirton & McConkie**

Street Address: **60 East South Temple, Suite 1800**

City: **Salt Lake City** State: **UT** ZIP: **84111**

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:

500843

11/25/2002 DEYRNE 00000151
01 FC:8521

40.00 OP

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.

Berne S. Broadbent *Berne S. Broadbent* **28 Oct. 2002**
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and

3

TRADEMARK

16

A S S I G N M E N T
(Nunc Pro Tunc)

WHEREAS, sometime prior to about December 5, 1996, Fine Holdings, Inc. (hereinafter referred to as "Assignor"), a corporation of the state of Delaware having a principal business office at 95 North 490 West, American Fork, Utah 84003, had adopted and used, and was using, and was the owner of all right, title, and interest in and to the service mark "G.R.O.W." (hereinafter referred to as the "mark"), which was registered in the United States Patent and Trademark Office as Registration No. 1,900,145 on June 13, 1995; and

WHEREAS, InsideOut Development, L.L.C. (hereinafter referred to as "Assignee"), a Utah limited liability company having a principal business office at 95 North 490 West, American Fork, Utah 84003, has previously been assigned the entire right, title, and interest in and to the mark and the aforesaid registration thereof and is now desirous of confirming such assignment and of further securing its ownership of the mark;

NOW, THEREFORE, Assignor hereby confirms that on or about December 5, 1996, in consideration of one dollar (\$1.00) and other good and valuable consideration paid to the Assignor by the Assignee, the receipt and sufficiency of which are hereby acknowledged, THE ASSIGNOR ASSIGNED TO THE ASSIGNEE the entire right, title, and interest in and to the mark and the above-identified registration thereof, together with the goodwill of the business symbolized by and associated with the mark.

The Assignor hereby authorizes and requests the United States Commissioner of Patents and Trademarks, and such officials in foreign countries as are duly authorized by

their laws to register trademarks, to issue any and all certificates of registration of the mark to the Assignee as the owner of the entire interest, for the sole use and benefit of the said Assignee, its successors, assigns and legal representatives.

IN WITNESS WHEREOF, the Assignor has caused the hand of its duly authorized representative to be subscribed hereto.

Fine Holdings, Inc.

Alan Fine
By: Alan Fine, President

STATE OF UTAH)

: ss.

COUNTY OF UTAH)

On the 3 day of ~~June~~ ^{SEPTEMBER 2002}, 2001, before me personally appeared Alan Fine, known to me to be the person described and who signed the foregoing Assignment in my presence and acknowledged under oath before me that he has read the same and knows the contents thereof and that he executed the same as his free act and deed and for the purposes set forth therein.

[Signature]
NOTARY PUBLIC
Residing at 111 N. 200 W. PROVO

My Commission Expires:
2-15-2005

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