

FORM PTO-1595 U.S. DEPARTMENT OF COMMERCE 1-31-92

RECORDATION FORM COVER SHEET

TRADEMARKS ONLY

Patent and Trademark Office

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

<p>1. Name of Conveying party(ies):</p> <p>Griffin Sales Corporation</p> <p><input type="checkbox"/> Individual(s)(Spain) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation (New York) <input type="checkbox"/> Other</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies):</p> <p>Name: <u>Dirt Cheap, Inc. d/b/a DCI</u></p> <p>Street Address: <u>1600 Old Country Road</u></p> <p>City: <u>Plainview</u> State: <u>New York</u> ZIP: <u>11803</u></p> <p><input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation-State, (New York) _____ <input type="checkbox"/> Other _____</p> <p><small>If assignee is not domiciled in the United States, a domestic representative is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No</small></p> <p>Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>3. Nature of conveyance:</p> <p><input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger</p> <p><input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name</p> <p><input type="checkbox"/> Other</p> <p>Execution Date: <u>August 28, 2003</u></p>	

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


A. Trademark Application No.(s)	B. Trademark Registration No.(s)
	2,126,425 PERFECT LANDSCAPE
Additional numbers attached? Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	

<p>5. Name and address of party to whom correspondence should be mailed:</p> <p>Name: <u>Collard & Roe, P.C.</u></p> <p>Internal Address: _____</p> <p>Street Address: <u>1077 Northern Boulevard</u></p> <p>City: <u>Roslyn</u> State: <u>NY</u> ZIP: <u>11576</u></p>	<p>6. Total number of applications and registrations involved: <u>1</u></p> <hr/> <p>7. Total fee (37 CFR 3.41): \$ <u>40.00</u></p> <p><input type="checkbox"/> Enclosed</p> <p><input checked="" type="checkbox"/> Authorized to be charged to deposit account</p> <hr/> <p>8. Deposit account number: <u>03-2468</u></p>
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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.

<p><u>Stewart J. Bellus</u></p> <p>Name of Person Signing</p>	 <p>Signature</p>	<p><u>September 4, 2003</u></p> <p>Date</p>
Total number of pages comprising cover sheet: <u>3</u>		

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ASSIGNMENT

WHEREAS, GRIFFIN SALES CORPORATION (the "ASSIGNOR"), a corporation organized and existing under the laws of the state of New York, and having a business address of 1600 Old Country Road, Plainview, NY 11803, developed, owns and has used the trademark appearing in the attached schedule (the "MARK"), and owns the U.S. Registrations for the MARK (the "REGISTRATION"); and

WHEREAS, DIRT CHEAP, INC., D/B/A DCI (the "ASSIGNEE"), a corporation organized and existing under the laws of the state of New York, and having a business address of 1600 Old Country Road, Plainview, NY 11803, desires to acquire the MARK, the REGISTRATION and past common law causes of action thereof;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, ASSIGNOR hereby assigns to ASSIGNEE all rights, title and interest in and to the MARK and the REGISTRATION, together with the goodwill of the business connected with the MARK and the REGISTRATION, and symbolized by the MARK and the REGISTRATION. ASSIGNOR further assigns to ASSIGNEE the right to sue for past common law causes of action.

GRIFFIN SALES CORPORATION

By:


Name: Howard Aronson
Title: President

Dated:

8-28-03

SCHEDULE OF MARKS

MARK
PERFECT LANDSCAPE

U.S. REGISTRATION NO.
2,126,425