

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Prescott Paper Products (USA), Inc.		04/01/2005	CORPORATION:
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Bag To Earth, Inc.		
<b>Street Address:</b>	201 Richmond Blvd.		
<b>City:</b>	Napanea, Ontario		
<b>State/Country:</b>	CANADA		
<b>Postal Code:</b>	K7R 3Z9		
<b>Entity Type:</b>	CORPORATION:		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	2539509	BAG TO EARTH	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(613)230-8755		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	613-238-6404		
<b>Email:</b>	cdejardin@cassanmaclean.com		
<b>Correspondent Name:</b>	Christopher T. Dejardin		
<b>Address Line 1:</b>	80 Aberdeen		
<b>Address Line 2:</b>	Suite 401		
<b>Address Line 4:</b>	Ottawa, Ontario, CANADA K1S 5R5		
<b>DOMESTIC REPRESENTATIVE</b>			
<b>Name:</b>			
<b>Address Line 1:</b>			
<b>Address Line 2:</b>			
<b>Address Line 3:</b>			

OP \$40.00 2539509

Address Line 4:

NAME OF SUBMITTER:

Christopher T. Dejardin

Signature:

/ctd/

Date:

04/22/2005

Total Attachments: 3

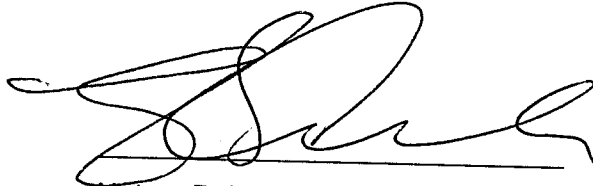
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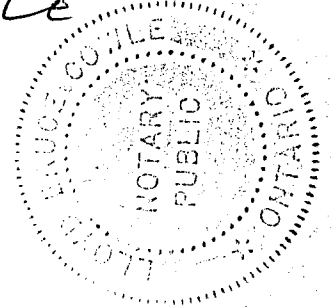
NOTARIAL CERTIFICATE

Before me this 20<sup>th</sup> day of April, 2005, personally appeared George L. Colgan, known to me to be the President of the Assignor, PRESCOTT PAPER PRODUCTS (USA), INC., who acknowledged to me that he/she executed the foregoing instrument of his/her own free will and for the purposes therein set forth.



Notary Public

L.B. Cowle



TRADEMARK

REEL: 003071 FRAME: 0386

**CONFIRMATORY ASSIGNMENT (TRADEMARK)**

WHEREAS, PRESCOTT PAPER PRODUCTS (USA), INC., (hereinafter the "Assignor"), whose full post office address is 201 Richmond Road, Napanee, Ontario K7R 3Z9, CANADA, is the owner of the trademarks which are the subject of the registrations identified in Schedule "A" attached hereto;

AND WHEREAS, BAG TO EARTH, INC. (hereinafter the "Assignee"), whose full post office address is 201 Richmond Blvd., Napanee, Ontario K7R 3Z9, CANADA, has acquired and desires to acquire, and Assignor has transferred and desires to transfer, all rights to the aforesaid trademarks effective as of April 1, 2005;

NOW THEREFORE, this Confirmatory Assignment confirms that effective **April 1, 2005**, in consideration of the sum of ten (\$10.00) dollars and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Assignor hereby irrevocably and unconditionally sold, assigned, transferred and conveyed to the Assignee all of its worldwide rights, title and interest in and to the said trademarks together with the goodwill of the business symbolized by the trademarks, all rights to bring suit for past or future infringement of the trademarks, and all rights, title and interest in and to any applications for registration and registrations for the trademarks or renewal(s) thereof.

EXECUTED AT Napanee, this 20<sup>th</sup> day of April, 2005.

PRESCOTT PAPER PRODUCTS (USA), INC.

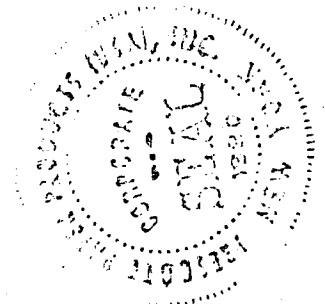
By: [Signature] (C/S)

Name:

George P. Colgan

Title:

President



**TRADEMARK**

**REEL: 003071 FRAME: 0387**

## SCHEDULE A

### CANADA

Trademark:

BAG TO EARTH

Registration No.

TMA 573,450

BAG TO EARTH/  
SAC AU SOL & Design

TMA 423,305

### UNITED STATES

Trademark:

BAG TO EARTH

Registration No.

2,539,509