

17-7-00

FORM PTO-1618A
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OMB 0651-0027

12-26-2000

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK



101561840

**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment License
 - Security Agreement Nunc Pro Tunc Assignment
 - Merger Change of Name
 - Other
- Effective Date
Month Day Year

Conveying Party

Mark if additional names of conveying parties attached

Name

Execution Date
Month Day Year

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

12/22/2000 MTHA11 00000270 758277

FOR OFFICE USE ONLY

01 FC:481 40.00 OP
02 FC:482 525.00 OP

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Mail documents to be recorded with required cover sheet(s) information to:
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TRADEMARK
REEL: 002199 FRAME: 0554

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

617-951-8000

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

<input type="text"/>	<input type="text"/>	<input type="text"/>
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<input type="text"/>	<input type="text"/>	<input type="text"/>

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See attached Exhibit A		
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

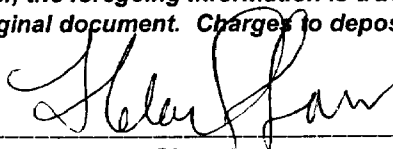
Yes

No

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. Charges to deposit account are authorized, as indicated herein.

Hilary S. Levin



12/6/2000

Name of Person Signing

Signature

Date Signed

SCHEDULE A**Trademarks**

MARK	REGISTRATION DATE/ DATE FILED	REGISTRATION / SERIAL NUMBER
PENTREX	October 15, 1963	758,277
OXYGEN-PLUS	July 27, 1976	1,044,573
RESTORE	October 5, 1976	1,049,315
ATTACK	September 30, 1986	1,411,030
RINGER	July 7, 1987	1,445,809
SAFER	October 18, 1988	1,508,698
SAFER	April 18, 1988	1,534,947
WINTERSTORE	June 13, 1989	1,543,149
RESTORE	April 7, 1992	1,681,698
RINGER	February 16, 1993	1,752,093
<i>Design Only</i>	September 21, 1993	1,793,307
SUPERFAST	April 11, 1995	1,889,137
MAGIC START	January 9, 1996	1,947,624
SUPREME GARDENS	August 6, 1996	1,991,749
SYNERPLEX	January 21, 1997	2,032,758
SUPERSTOP	February 11, 1997	2,037,846
PET PATCH	March 11, 1997	2,044,600
WEED-AWAY	June 9, 1998	2,164,457
MOSQUITO PATROL	June 9, 1998	2,225,987
HOME PATROL	February 23, 1999	2,225,992
MOSS-AWAY	January 7, 1997	75/222,226
PET SAFE	December 14, 1999	75/871,899

ASSIGNMENT OF TRADEMARKS

WHEREAS, Verdant Brands, Inc., a corporation organized and existing under the laws of the State of Minnesota, having a place of business at 9555 James Avenue South, Suite 200, Bloomington, Minnesota 55431 (the "Assignor"), has adopted and used and is using the trademarks (the "Marks") identified on Schedule A attached hereto, and is the owner of the registrations of such Marks in the United States Patent and Trademark Office identified on such Schedule A; and

WHEREAS, New Safer, Inc., a corporation organized and existing under the laws of the State of Delaware, having a place of business at c/o Corporation Service Company, 1013 Centre Road, Wilmington, Delaware 19805 (the "Assignee"), is desirous of acquiring the Marks and the registrations thereof; Assignor hereby acknowledges that pursuant to the Agreement (as defined below) Assignee is the successor to the portion of the business of Assignor to which the trademarks pertain.

NOW, THEREFORE, for good and valuable consideration, including the mutual covenants and agreements contained in that certain Asset Purchase and Sale Agreement dated November 17, 2000 (the "Agreement"), receipt of which is hereby acknowledged, said Assignor does hereby assign unto said Assignee, all right, title and interest in and to the said marks, together with the good will of the business symbolized by the marks, and the continuing and ongoing development activities associated with the services identified by the marks including any lines of business previously conducted in relation to the marks by the Assignor, together with (i) the registrations of the Marks, (ii) the goodwill of the business symbolized by and associated with the Marks and the registrations thereof, and (iii) the right to sue and recover for, and the right to profits or damages due or accrued arising out of or in connection with, any and all past, present or future infringements or dilution of or damage or injury to the Marks or the registrations thereof or such associated goodwill.

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IN WITNESS WHEREOF, the Assignor, by its duly authorized officer, has executed this assignment, as an instrument under seal, on them 17 day of November, 2000.

VERDANT BRANDS, INC.

By: Bruce R. Malloy
Name: Bruce R. Malloy
Title: President

The foregoing assignment of the Marks and the registrations thereof by the Assignor to the Assignee is hereby accepted as of the 17 day of November, 2000.

NEW SAFER, INC.

By: HEL
Name: HARRY E. WHALEY
Title: PRESIDENT

COMMONWEALTH OR STATE OF NEW YORK)
) ss.
COUNTY OF NEW YORK)

On this the 17th day of November, 2000, before me appeared Bruce R. Mallory, the person who signed this instrument, who acknowledged that he is the President of Verdant Brands, Inc. and that being duly authorized he signed such instrument as a free act on behalf of said corporation.

[Seal]

John C. Sorensen
Notary Public

JOHN C. SORENSEN
Notary Public, State of New York
No. 31-4881109
Qualified in New York County
Commission Expires Dec. 29, ~~1996~~ 2000

COMMONWEALTH OR STATE OF NEW YORK)
) ss.
COUNTY OF NEW YORK)

On this the 17th day of November __, 2000, before me appeared Harry E. Whaley, the person who signed this instrument, who acknowledged that he is the President of New Safer, Inc. and that being duly authorized he signed such instrument as a free act on behalf of said corporation.

[Seal]

John C. Sorensen
Notary Public

My commission expires:
JOHN C. SORENSEN
Notary Public, State of New York
No. 31-4881109
Qualified in New York County
Commission Expires Dec. 29, ~~1996~~ 2000