

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
W. ATLEE BURPEE COMPANY		02/23/2011	CORPORATION: PENNSYLVANIA

RECEIVING PARTY DATA

Name:	WELLS FARGO BANK, NATIONAL ASSOCIATION
Street Address:	2240 Butler Pike
City:	Plymouth Meeting
State/Country:	PENNSYLVANIA
Postal Code:	19462
Entity Type:	National Association: UNITED STATES

PROPERTY NUMBERS Total: 61

Property Type	Number	Word Mark
Registration Number:	3903714	BURPEE SUPER GROWING PELLETS
Registration Number:	2786556	LAWNBUSTER
Registration Number:	2510077	FORDHOOK COLLECTION
Registration Number:	2737297	FORDHOOK
Registration Number:	1962261	ROLY POLY
Registration Number:	1005906	SEED 'N START
Registration Number:	698319	GALAXY
Registration Number:	1690412	BURPEE
Registration Number:	2686147	BURPEE SEEDS GROW
Registration Number:	2711044	BURPEE
Registration Number:	1962263	PRIZEWINNERS
Registration Number:	2237928	SURE START
Registration Number:	1962275	LISIANTHUS "THE BLUE ROSE"
Registration Number:	2218043	LIFE LOCK

CH \$1540.00 3903714

900185346

**TRADEMARK
 REEL: 004488 FRAME: 0957**

Registration Number:	2160962	FRENCH VANILLA
Registration Number:	170785	FLORADALE
Registration Number:	609760	BURPEE'S BIG BOY
Registration Number:	2687685	
Registration Number:	1049783	BURPEE'S BIG GIRL
Registration Number:	1046386	DEEP ROOT
Registration Number:	2799946	THE COOK'S GARDEN
Registration Number:	3069519	SUPER GROWING CUBES
Registration Number:	2996203	ULTIMATE GROWING SYSTEM
Registration Number:	2983316	BURPEE
Registration Number:	3801250	HAPPINESS GARDEN
Registration Number:	3180145	BURPEE
Registration Number:	3180144	BURPEE
Registration Number:	3280747	BURPEE GARDENS THE GARDEN YOU GREW UP WITH.
Registration Number:	3496889	SIMPLE SOLUTIONS
Registration Number:	3482669	PRIZEWINNING COMBINATIONS
Registration Number:	3577395	COLORFUSION
Registration Number:	3544658	GROWING MINDS ONE SEED AT A TIME
Registration Number:	3482667	GREAT COMBINATIONS
Registration Number:	3568338	AQUA-SHIELD
Registration Number:	3831383	NEW YEAR'S RESOLUTION GARDEN
Registration Number:	3556829	UNUSUALLY GREAT PLANTS
Registration Number:	3649616	UNUSUALLY GREAT PLANTS
Registration Number:	3635290	MONEY GARDEN
Registration Number:	3635289	MONEY GARDEN
Registration Number:	3635292	MONEY DOESN'T GROW ON TREES, IT GROWS ON VEGETABLE PLANTS
Registration Number:	3635291	MONEY DOESN'T GROW ON TREES, IT GROWS ON VEGETABLE PLANTS
Registration Number:	3696960	BURPEE HOME GARDENS
Serial Number:	77846556	RESOLUTION GARDEN
Serial Number:	77846671	RESOLUTION GARDENS
Serial Number:	77781700	HAPPY SUMMER
Serial Number:	85215352	THE YEAR OF THE VEGETABLE
Serial Number:	85215325	THE YEAR OF THE VEGETABLE

Serial Number:	85215153	US 99
Serial Number:	85215124	ROUTE 99
Serial Number:	85142442	FAST FOOD GARDENING
Serial Number:	85142338	FAST FOOD GARDENING
Serial Number:	85142305	FAST FOOD GARDENING
Serial Number:	85142268	FAST FOOD GARDEN
Serial Number:	85142213	FAST FOOD GARDEN
Serial Number:	85142131	FAST FOOD GARDEN
Serial Number:	85054830	WATER MEADOW'S ORIGINAL
Serial Number:	85032989	THE HERB TREE
Serial Number:	85060503	THE ANSWER GARDEN
Serial Number:	77056221	GROWN FOR TASTE
Serial Number:	77056292	HOME GARDEN FLAVOR
Serial Number:	77056356	HOME GARDEN TASTE

CORRESPONDENCE DATA

Fax Number: (610)371-8506
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 609 987 7050
Email: ejs@stevenslee.com
Correspondent Name: Elliott J. Stein
Address Line 1: 100 Lenox Drive
Address Line 2: Suite 200
Address Line 4: Lawrenceville, NEW JERSEY 08648

ATTORNEY DOCKET NUMBER:	002995.01103
NAME OF SUBMITTER:	Elliott J. Stein
Signature:	/varlawyer/
Date:	03/02/2011

Total Attachments: 5
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ASSIGNMENT OF TRADEMARKS

(Security Interests Therein)

THIS ASSIGNMENT OF TRADEMARKS (the "ASSIGNMENT") is given by W. ATLEE BURPEE COMPANY, a Pennsylvania corporation, with offices at 300 Park Avenue, Warminster, PA 18974 ("ASSIGNOR"), to WELLS FARGO BANK, NATIONAL ASSOCIATION, with offices at 2240 Butler Pike, Plymouth Meeting, PA 19462 ("ASSIGNEE"),

WHEREAS, pursuant to a Security Agreement dated June 30, 2010 (the "INSTRUMENT"), ASSIGNOR granted to ASSIGNEE a security interest in and to certain "Collateral" (as defined in the INSTRUMENT), including, but not limited to, the Registered Trademarks and Pending U.S. Trademark Applications listed in Schedule A attached hereto (hereinafter referred to as the "TRADEMARKS");

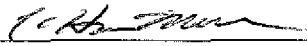
WHEREAS, ASSIGNOR has not previously assigned or otherwise transferred its interest in the PATENTS or TRADEMARKS, or any of them, to any other person or entity which assignment is not being released concurrently herewith;

NOW, THEREFORE, in consideration of the payment of Ten U.S. Dollars (\$10.00), and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged by ASSIGNOR, ASSIGNOR, by these presents, does hereby sell, assign, transfer and dispose of its entire right, title and interest in and to the TRADEMARKS, and any of them, to ASSIGNEE, to be held and enjoyed by ASSIGNEE for its own use, behoof and benefit, and for the behoof and benefit of ASSIGNEE's legal representatives and assigns, free and clear of any claim or interest of ASSIGNOR, or any person or entity claiming by or through ASSIGNOR pursuant to the terms and conditions of the INSTRUMENT.

FURTHER, ASSIGNOR authorizes ASSIGNEE to record this Assignment.

EXECUTED this 23rd day of February, 2011.

W. ATLEE BURPEE COMPANY, a
Pennsylvania corporation


By: 
Name: C. Hans Miller
Title: Senior Vice President

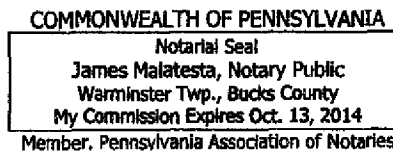
COMMONWEALTH OF PENNSYLVANIA :
: SS:
COUNTY OF BUCKS :

On this 23RD day of February, 2011, before me, a Notary Public in and for the above state and county, the undersigned officer, personally appeared C. Hans Miller, who acknowledged himself to be the Senior Vice President of W. ATLEE BURPEE COMPANY, a Pennsylvania corporation (the "Corporation"), and that he, as said officer, being authorized to do so, executed the foregoing instrument on behalf of the Corporation for the purposes therein contained by signing the name of the Corporation by himself as such officer.

IN WITNESS WHEREOF, I have set my hand and official seal.

SEAL


Notary Public



Schedule A

TRADEMARKS

SCHEDULE A

Registered Trademarks: W. Atlee Burpee Company

<u>U.S. Registration No.</u>	<u>Trademark</u>	<u>Registration Date</u>
3903714	BURPEE SUPER GROWING PELLETS	1/11/2011
2786556	LAWNBUSTER	11/25/2003
2510077	FORDHOOK COLLECTION	11/20/2001
2737297	FORDHOOK	7/15/2003
1962261	ROLY POLY	3/12/1996
1005906	SEED 'N START	3/4/1975
698319	GALAXY	5/31/1960
1690412	BURPEE & design	6/2/1992
2686147	BURPEE SEEDS GROW	2/11/2003
2711044	BURPEE	4/29/2003
1962263	PRIZEWINNERS	3/12/1996
2237928	SURE START	4/13/1999
1962275	LISIANTHUS "THE BLUE ROSE"	3/12/1996
2218043	LIFE LOCK	1/19/1999
2160962	FRENCH VANILLA	5/26/1998
170785	FLORADALE (STYLIZED)	7/24/1923
609760	BURPEE'S BIG BOY	8/2/1955
2687685	MISCELLANEOUS DESIGN (SPANISH/ENGLISH PACKET)	2/18/2003
1049783	BURPEE'S BIG GIRL	10/5/1976
1046386	DEEP ROOT	8/17/1976
2799946	THE COOK'S GARDEN	12/30/2003
3069519	SUPER GROWING CUBES	3/14/2006
2996203	ULTIMATE GROWING SYSTEM	9/13/2005
2983316	BURPEE	8/9/2005

3801250	HAPPINESS GARDEN	6/8/2010
3180145	BURPEE & FLOWER DESIGN	12/5/2006
3180144	BURPEE & FLOWER DESIGN	12/5/2006
3280747	BURPEE GARDENS THE GARDEN YOU GREW UP WITH & DESIGN	8/14/2007
3496889	SIMPLE SOLUTIONS	9/2/2008
3482669	PRIZEWINNING COMBINATIONS	8/5/2008
3577395	COLORFUSION	2/17/2009
3544658	GROWING MINDS ONE SEED AT A TIME	12/9/2008
3482667	GREAT COMBINATIONS	8/5/2008
3568338	AQUA-SHIELD	1/27/2009
3831383	14801 NEW YEAR'S RESOLUTION GARDEN	8/10/2010
3556829	UNUSUALLY GREAT PLANTS	1/6/2009
3649616	UNUSUALLY GREAT PLANTS	7/7/2009
3635290	MONEY GARDEN	6/9/2009
3635289	MONEY GARDEN	6/9/2009
3635292	MONEY DOESN'T GROW ON TREES, IT GROWS ON VEGETABLE PLANTS	6/9/2009
3635291	MONEY DOESN'T GROW ON TREES, IT GROWS ON VEGETABLE PLANTS	6/9/2009
3696960	BURPEE HOME GARDENS	10/13/2009

Pending US Trademark Applications: W. Atlee Burpee Company

<u>U.S. Application Number</u>	<u>Trademark</u>	<u>Application Date</u>
77846556	RESOLUTION GARDEN	10/12/2009
77846671	RESOLUTION GARDENS	10/12/2009
77781700	HAPPY SUMMER	7/15/2009
85215352	THE YEAR OF THE VEGETABLE	1/11/2011
85215325	THE YEAR OF THE VEGETABLE	1/11/2011
85215153	US 99	1/11/2011
85215124	ROUTE 99	1/11/2011
85142442	FAST FOOD GARDENING	9/30/2010
85142338	FAST FOOD GARDENING	9/30/2010
85142305	FAST FOOD GARDENING	9/30/2010
85142268	FAST FOOD GARDEN	9/30/2010

85142213	FAST FOOD GARDEN	9/30/2010
85142131	FAST FOOD GARDEN	9/30/2010
85054830	WATER MEADOW'S ORIGINAL	6/4/2010
85032989	THE HERB TREE	5/7/2010
85060503	THE ANSWER GARDEN	6/11/2010
77056221	GROWN FOR TASTE	12/4/2006
77056292	HOME GARDEN FLAVOR	12/4/2006
77056356	HOME GARDEN TASTE	12/4/2006