

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM330345

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Assignment of Security Interest		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Fortress Value Recovery Fund I LLC		01/12/2015	LIMITED LIABILITY COMPANY:
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	10th Lane Finance Co., LLC		
<b>Street Address:</b>	60 East 42nd Street		
<b>Internal Address:</b>	Suite 1400		
<b>City:</b>	New York		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	10165		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE		
<b>PROPERTY NUMBERS Total: 49</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	1252606	CLOUD COVER	
<b>Registration Number:</b>	1408576	WEEDBLOCK	
<b>Registration Number:</b>	1664643	GRO-STAKES	
<b>Registration Number:</b>	1671754	FAST START	
<b>Registration Number:</b>	1675783	ROSS ROOT FEEDER	
<b>Registration Number:</b>	1682545	ROSS	
<b>Registration Number:</b>	1684947	ROSS	
<b>Registration Number:</b>	1741296	ROSS	
<b>Registration Number:</b>	1768337	IT WORKS. YOU DON'T.	
<b>Registration Number:</b>	1769537	TREE STAKIT	
<b>Registration Number:</b>	1802112	DEER BLOCK	
<b>Registration Number:</b>	1804536	BIRD BLOCK	
<b>Registration Number:</b>	1921278	STOPS WEEDS FOR YEARS	
<b>Registration Number:</b>	1928560	EMERALD EDGE	
<b>Registration Number:</b>	1938066	BIO BLOCK	
<b>Registration Number:</b>	1981079	FABRICPEGS	
<b>Registration Number:</b>	1986161	SCATTER CAP	
<b>Registration Number:</b>	1989049	XP-20	
<b>TRADEMARK</b>			

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Property Type	Number	Word Mark
Registration Number:	2010199	TREE GARD
Registration Number:	2334841	WEED BLOCK
Registration Number:	2356107	EASY GARDENER
Registration Number:	2359625	GREAT RESULTS. LESS WORK.
Registration Number:	2667208	COUNTRY CLASSIC BORDER
Registration Number:	2883762	JOBE'S
Registration Number:	2953484	GREEN-AGAIN
Registration Number:	2969910	JOBE'S
Registration Number:	3091035	DUCKBILL KNIFE
Registration Number:	3112789	EASY GARDENER PLANT PROTECTOR BAGS
Registration Number:	3121605	PRO WEEDBLOCK
Registration Number:	3143749	FEEDS A LITTLE EVERY DAY
Registration Number:	3154859	EASY GARDENER PLANT PROTECTING BLANKET
Registration Number:	3170070	JOBE'S HYDRO-FEEDER
Registration Number:	3209288	MAXIGRID
Registration Number:	3213484	JOBES
Registration Number:	3213541	JOBE'S CRYSTALS
Registration Number:	3213552	GARDEN DEFENSE OWL
Registration Number:	3218131	WEEDBLOCK
Registration Number:	3223489	JOBE'S DRIP FEEDER
Registration Number:	3228792	BIO FABRICPEGS
Registration Number:	3265727	EASY GARDENER X-TREME DEER BARRIER
Registration Number:	3280972	JOBE'S ORGANICS
Registration Number:	3287769	EASY GARDENER CHRISTMAS TREE SAVER
Registration Number:	3315713	TREESTAKIT
Registration Number:	3477418	WEEDBLOCK NATURAL
Registration Number:	3772285	WEEDBLOCK RECYCLED
Registration Number:	3857458	ECO-FRIENDLY GARDENING CHOICES
Registration Number:	3935838	GRASSSHIELD
Registration Number:	3956169	AQUAWRAP
Registration Number:	4020821	GARDEN DEFENSE FALCON

**CORRESPONDENCE DATA**

**Fax Number:**

*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.*

**Email:** jennifer.greenberg@kattenlaw.com

**Correspondent Name:** Jennifer C. Greenberg

**Address Line 1:** 575 Madison Avenue

**Address Line 2:** Katten Muchin Rosenman LLP

**TRADEMARK**

**REEL: 005448 FRAME: 0546**

<b>Address Line 4:</b>	New York, NEW YORK 10022
<b>ATTORNEY DOCKET NUMBER:</b>	386115-00002
<b>NAME OF SUBMITTER:</b>	Jennifer C. Greenberg
<b>SIGNATURE:</b>	/Jennifer C. Greenberg/
<b>DATE SIGNED:</b>	01/28/2015
<b>Total Attachments: 5</b> source=Trademark Assignment - Executed#page1.tif source=Trademark Assignment - Executed#page2.tif source=Trademark Assignment - Executed#page3.tif source=Trademark Assignment - Executed#page4.tif source=Trademark Assignment - Executed#page5.tif	

## ASSIGNMENT FOR SECURITY

### TRADEMARKS

WHEREAS, Easy Gardener Products, Inc. and Easy Gardner Products Holdings, Inc. (each a "Grantor" and collectively, the "Grantors") have entered into a Security Agreement, dated as of November 3, 2006 (as amended, restated, supplemented or otherwise modified from time to time, the "Security Agreement"), in favor of Fortress Value Recovery Fund I LLC (f/k/a D.B. Zwirn Special Opportunities Fund, LLC), as collateral agent for certain agents and certain lenders (in such capacity, together with its successors and assigns, the "Agent");

WHEREAS, pursuant to the Security Agreement, each Grantor has assigned to Fortress Value Recovery Fund I LLC, in its capacity as Agent (in such capacity, the "Assignor") and granted to the Assignor for the benefit of the Assignor and the Lenders (as defined in the Security Agreement) a continuing security interest in all right, title and interest of such Grantor in, to and under the Trademarks, together with, among other things, the good-will of the business symbolized by the Trademarks and the applications and registrations thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof and any and all damages arising from past, present and future violations thereof (the "Collateral"), to secure the payment, performance and observance of the Secured Obligations (as defined in the Security Agreement);

WHEREAS, the Assignor holds a continuing security interest in all right, title and interest in and to, the trademarks and service marks listed on the attached Schedule A, which trademarks and service marks are registered or applied for in the United States Patent and Trademark Office (the "Trademarks"); and

WHEREAS, pursuant to that certain Agency Appointment Agreement, dated as of December 16, 2014 (the "Agency Appointment Agreement"), the Required Lenders (as defined in the Agency Appointment Agreement) confirmed receipt of the Assignor's resignation as the Agent and appointed 10<sup>th</sup> Lane Finance Co., LLC as the successor Agent (in such capacity, the "Assignee"), and the Assignee accepted its appointment as the Agent;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Assignor does hereby assign unto the Assignee its continuing security interest in and to the Collateral to secure the prompt payment, performance and observance of the Secured Obligations.

The Assignor does hereby further acknowledge and affirm that the rights and remedies of the Assignee with respect to the Collateral are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

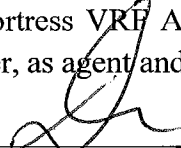
IN WITNESS WHEREOF, the Assignor has caused this Assignment to be duly executed by its officer thereunto duly authorized as of January 12, 2015.

ASSIGNOR:

FORTRESS VALUE RECOVERY FUND I LLC,  
as resigning Agent

By: Fortress VRF Advisors I LLC, its investment  
manager, as agent and attorney-in-fact

By:

  
Name: Douglas J. Cardoni  
Title: Authorized Signatory

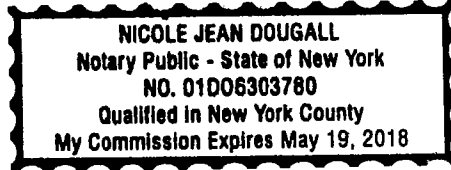
STATE OF NY

SS:

COUNTY OF NY

On this 12<sup>th</sup> day of January 2015, before me personally came DOUGLAS CARDON to me known to be the person who executed the foregoing instrument, and who, being duly sworn by me, did depose and say that s/he is the AUTHORIZED SIGNATORY of FORTRESS VALUE RECOVERY FUND LLC as RESIGNING AGENT, and that s/he executed the foregoing instrument in the firm name of FORTRESS INVESTMENT GROUP, and that s/he had the authority to sign the same, and s/he acknowledged to me that s/he executed the same as the act and deed of said firm for the uses and purposes therein mentioned.

Nicole Dougall



SCHEDULE A TO ASSIGNMENT FOR SECURITY (TRADEMARKS)

**Registered Trademarks**

#	Name	Registration No.	Serial No.
1	CLOUD COVER	1252606	73367655
2	WEEDBLOCK	1408576	73576723
3	GRO-STAKES	1664643	74079964
4	FASTSTART	1671754	74137942
5	ROSS ROOT FEEDER	1675783	74079974
6	ROSS	1682545	74107615
7	ROSS	1684947	74079932
8	ROSS	1741296	74215625
9	IT WORKS. YOU DON'T.	1768337	74243947
10	TREESTAKIT	1769537	74332849
11	DEERBLOCK	1802112	74329925
12	BIRDBLOCK	1804536	74329534
13	STOPS WEEDS FOR YEARS	1921278	74539576
14	EMERALD EDGE	1928560	74430993
15	BIOBLOCK	1938066	74539577
16	FABRICPEGS	1981079	74696434
17	SCATTER CAP	1986161	74546230
18	XP-20	1989049	74546229
19	TREE GARD	2010199	75028507
20	WEED BLOCK	2334841	75561295
21	EASY GARDENER	2356107	75515511
22	GREAT RESULTS. LESS WORK.	2359625	75610382
23	COUNTRY CLASSIC BORDER	2667208	76293337
24	JOBE'S	2883762	76506972
25	GREEN-AGAIN	2953484	78263429
26	JOBE'S	2969910	78282218
27	DUCKBILL KNIFE	3091035	78346177
28	EASY GARDENER PLANT PROTECTOR BAGS	3112789	78430058
29	PRO WEEDBLOCK	3121605	78403938
30	FEEDS A LITTLE EVERY DAY	3143749	78656407
31	EASY GARDENER PLANT PROTECTING BLANKET	3154859	78430057
32	JOBE'S HYDRO-FEEDER	3170070	78656340
33	MAXIGRID	3209288	78958371
34	JOBE'S	3213484	78891237
35	JOBE'S CRYSTALS	3213541	78920240
36	GARDEN DEFENSE OWL	3213552	78958323

37	GARDEN DEFENSE FALCON	3213552	85142105
38	WEEDBLOCK	3218131	78973217
39	JOB'S DRIP FEEDER	3223489	78656371
40	BIO FABRICPEGS	3228792	78656415
41	EASY GARDENER X-TREME DEER BARRIER	3265727	78430047
42	JOB'S ORGANICS	3280972	78961674
43	EASY GARDENER CHRISTMAS TREE SAVER	3287769	77075174
44	TREESTAKIT	3315713	77047804
45	WEEDBLOCK NATURAL	3477418	77113648
46	WEEDBLOCK RECYCLED	3772285	77423504
47	ECO-FRIENDLY GARDENING CHOICES AND DESIGN	3857458	77592668
48	GRASSSHIELD	3935838	85031099
49	AQUAWRAP	3956169	85060773
50	GARDEN DEFENSE FALCON (Reissue of Reg. No. 3213552)	4020821	85142105