U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

(Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002)

Form PTO-1594

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Tab settings ⇒⇒ ⇒ To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof. 2. Name and address of receiving party(ies) 1. Name of conveying party(ies): Name: Pursell Industries, Inc. ING (U.S.) Capital LLC Address: Association Individual(s) Street Address: 201 West Fourth Street General Partnership Limited Partnership City: Sylacauga State: AL Zip: 35150 Corporation-State Other Individual(s) citizenship_____ Association Additional name(s) of conveying party(ies) attached? Tyes No General Partnership___ 3. Nature of conveyance: Limited Partnership Merger Assignment Assignment Corporation-State Delaware Change of Name Security Agreement Other_ Other Trademark Transfer & Assignment assignee is not domiciled in the United States, a domestic epresentative designation is attached: 🖳 Yes 🦬 No Execution Date: December 17, 2001 4. Application number(s) or registration number(s): B. Trademark Registration No.(s) A. Trademark Application No.(s) see attachment Additional number(s) attached **∑** Yes □ 5. Name and address of party to whom correspondence 6. Total number of applications and 40 registrations involved: concerning document should be mailed: Name: Seth Traxler, Esq. 7. Total fee (37 CFR 3.41).....\$ 1015.00 Internal Address: Kirkland & Ellis Enclosed Authorized to be charged to deposit account 8. Deposit account number: Street Address: 200 East Randolph Drive 22-0440 Suite 5300 (Attach duplicate copy of this page if paying by deposit account) Zip: 60601 State: IL City: Chicago DO NOT USE THIS SPACE To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true 9. Statement and signature. copy of the original document. January & Seth Traxler Name of Person Signing Total number of pages including cover sheet, attachments, and document

01/31/2002 GTOM11

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Mail documents to be recorded with required cover sheet information to:

Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

01 FC:481 02 FC:482

975.00 DP

SCHEDULE A

to Trademark Transfer and Assignment dated December 17, 2001 by ING (U.S.) Capital LLC, as Agent to Pursell Industries, Inc.

Trademark	Registration Number	Date
ATLANTA TURF SPECIAL	1,781,982	7/13/93
BETTER LAWNS	1,548,755	7/18/89
BLOOM START	1,657,901	9/24/91
BULB BOOSTER	1,287,510	7/31/84
BULBBOOSTER	1,270,432	3/20/84
CALADIUM BOOSTER	1,903,304	7/4/95
CAROLINA SPECIAL	2,003,574	9/24/96
TULIP DESIGN ONLY	1,426,130	10/24/95
EASY LIME	1,508,732	10/18/88
FLOWER POWER	1,679,773	3/17/92
GOAL LINE	1,514,215	11/29/88
GREENSKOTE	1,455,964	9/8/87
INSTAGREEN	1,427,065	2/3/87
MASTER GREEN	1,508,729	10/18/88
MELLOW VALLEY	996,246	10/22/74
NURSERY SPECIAL	1,123,884	8/14/79
PARKER'S	1,240,749	6/7/83
PERENNIAL BOOSTER	1,796,668	10/5/93
PHERTILIZER	1,724,786	10/13/92
ROCKET	773,054	7/14/64
SEED & SOD	1,114,763	3/13/79
SOILIFE	847,806	4/23/68
STA-GREEN	686,131	
STA-GREEN	807,450	4/26/66
STA-GREEN II	1,813,279	12/28/93
STA-GREEN WINTER	1,607,880	7/31/90
CONDITIONER		2/5/06
SUMMER GREEN	1,960,689	3/5/96
SUPREME GREEN	1,539,907	5/23/89
TEXAS TURF	1,775,662	6/8/93 5/23/50
VERTAGREEN	525,504	3123130

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Trademark Licenses

Trademark	Number	Licensor	Licensee
BIG CROP	508.395	Pursell Technologies	Pursell
K-KOTE	1,542,143	Pursell Technologies	Pursell
NITRAZINE	1,445,764	Pursell Technologies	Pursell
NURSERY BLEND	1,776,958	Pursell Technologies	Pursell
PURSELL	1,446,947	Pursell Technologies	Pursell
PURSELL'S	2,011,233	Pursell Technologies	Pursell
SULFURKOTE	1,156,017	Pursell Technologies	Pursell
GREEN	75/009,459	RLC Technologies	Pursell
POLYON	1,834,216	RLC Technologies	Pursell
TRIKOTE	1,912,112	RLC Technologies	Pursell

{167575.1} 000312-00148

TRADEMARK TRANSFER AND ASSIGNMENT

FOR VALUE RECEIVED, the undersigned, ING (U.S.) CAPITAL LLC (formerly ING (U.S.) Capital Corporation), a limited liability company, as Agent ("Assignor"), does hereby sell, assign, transfer and convey to PURSELL INDUSTRIES, INC., a Delaware corporation ("Assignee"), without any representation or warranty by, or recourse to, Assignor, all right, title and interest of Assignor in and to the trademarks listed on Schedule A attached hereto, arising under that certain Collateral Assignment and Security Agreement (Trademarks) between Assignee and Assignor (as at any time amended, the "Trademark Security Agreement"), recorded March 25, 1997, on Reel No. 1547, Frame 0907, United States Patent and Trademark Office, together with the goodwill of the business symbolized by the marks.

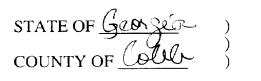
This Assignment intended to operate as a release of all liens and security interests conveyed by Assignee to Assignor pursuant to the terms of that certain Trademark Security Agreement, and to reassign to Assignee all of Assignor's right, title, and interest acquired pursuant to the terms of such Trademark Security Agreement.

IN WITNESS WHEREOF, Assignor has caused this Trademark Transfer and Assignment to be signed and sealed by its duly authorized officers, on December <u>17</u>, 2001.

By: Lice President

Title: Vice President

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BEFORE ME, the undersigned, a Notary Public in and for the county aforesaid, on this 17th day of December, 2001, personally appeared and a Consent to me known personally, and who, being by me duly sworn, deposes and says that he is the 10 company, and that said instrument was signed by him on behalf of said limited liability company by authority of its Board of Directors, and said 11 company acknowledged said instrument to be the free act and deed of said limited liability company.

Notary Public

Executed on December 17,2001

My Commission Expires:
Notary Public, Fulton Co., GA

My Commission Expires January 3, 2004

[NOTARIAL SEAL]

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TRIKOTE	1,912,112	RLC Technologies	Pursell

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RECORDED: 01/18/2002