

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
BT Commercial Corporation (n/k/a Deutsche Bank Trust Company Americas), as Agent		01/17/2007	Trust Company:

RECEIVING PARTY DATA

Name:	Flynn Rainbow Nurseries, Inc.
Street Address:	12621 Jeffrey Road
City:	Irvine
State/Country:	CALIFORNIA
Postal Code:	92620
Entity Type:	CORPORATION:

PROPERTY NUMBERS Total: 5

Property Type	Number	Word Mark
Registration Number:	1203261	AMERICAN GARDEN
Registration Number:	1389329	
Registration Number:	1474383	SELECT
Registration Number:	1578433	
Registration Number:	1758614	GROWING FOR AMERICA

CORRESPONDENCE DATA

Fax Number: (312)993-9767
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 312-993-2622
Email: gayle.grocke@lw.com
Correspondent Name: Gayle D. Grocke c/o Latham & Watkins LLP
Address Line 1: 233 S. Wacker Drive
Address Line 2: Suite 5800
Address Line 4: Chicago, ILLINOIS 60606

OP \$140.00 1203261

ATTORNEY DOCKET NUMBER:	029123-0046
NAME OF SUBMITTER:	Gayle D. Grocke
Signature:	/gdg/
Date:	04/04/2007
Total Attachments: 3 source=Trademark Release Reel1532 Frame0695#page1.tif source=Trademark Release Reel1532 Frame0695#page2.tif source=Trademark Release Reel1532 Frame0695#page3.tif	

RELEASE OF TRADEMARK SECURITY INTEREST

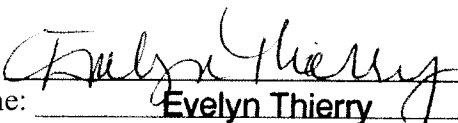
This Release of Trademark Security Interest (this “**Release**”) is dated as of January 17, 2007. Reference is hereby made to the Collateral Assignment and Security Agreement (the “**Agreement**”), dated as of November 27, 1996, by and between Flynn Rainbow Nurseries, Inc. (the “**Assignor**”) and BT Commercial Corporation (now known as Deutsche Bank Trust Company Americas), as Agent (the “**Assignee**”) and recorded with the United States Patent and Trademark Office on October 2, 2003 on Reel/Frame No. 001532/0695.

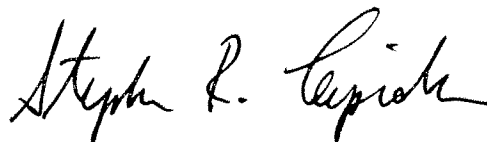
Assignee hereby notifies, acknowledges to and agrees with Assignor that the security interest granted by Assignor in the Trademarks (as defined in the Agreement) (the “**Trademark Collateral**”) including, without limitation, the security interest granted in the Trademarks listed on the attached Schedule A, is terminated and released, and that Assignee hereby releases and forever discharges all of its right, title and interest of any kind or nature in the Trademark Collateral granted, assigned or conveyed pursuant to the Agreement.

[Remainder of this page intentionally left blank]

IN WITNESS WHEREOF, Assignee has caused this Release of Trademark Security Interest to be duly executed and delivered by its duly authorized representative as of the date first above written.

**DEUTSCHE BANK TRUST COMPANY
AMERICAS, as Agent**

By: 
Name: Evelyn Thierry
Title: Vice President



Stephen R. Lapidus
Director

**SCHEDULE A
TO
RELEASE OF TRADEMARK SECURITY INTEREST**

Total properties: 5

1	Serial #: <u>73238576</u>	Filing Dt: 11/09/1979	Reg #: <u>1203261</u>	Reg. Dt: 08/03/1982
	Mark: AMERICAN GARDEN			
2	Serial #: <u>73555352</u>	Filing Dt: 08/26/1985	Reg #: <u>1389329</u>	Reg. Dt: 04/08/1986
	Mark:			
3	Serial #: <u>73567530</u>	Filing Dt: 11/08/1985	Reg #: <u>1474383</u>	Reg. Dt: 01/26/1988
	Mark: SELECT			
4	Serial #: <u>73675255</u>	Filing Dt: 07/29/1987	Reg #: <u>1578433</u>	Reg. Dt: 01/23/1990
	Mark:			
5	Serial #: <u>74246489</u>	Filing Dt: 02/14/1992	Reg #: <u>1758614</u>	Reg. Dt: 03/16/1993
	Mark: GROWING FOR AMERICA			