

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
Plantation Products, LLC		05/18/2012	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	RBS CITIZENS, N.A.
Street Address:	28 State Street
City:	Boston
State/Country:	MASSACHUSETTS
Postal Code:	02109
Entity Type:	National Association: UNITED STATES

PROPERTY NUMBERS Total: 17

Property Type	Number	Word Mark
Registration Number:	2495246	PLANTATION PRODUCTS
Registration Number:	0709169	49'ER
Registration Number:	0983593	FAST & FINE
Registration Number:	1497960	FREDONIA
Registration Number:	0191520	HOMELAWN
Registration Number:	1679049	KIDSEEDS
Registration Number:	1683136	MASTERPIECE GARDENS
Registration Number:	1666340	NATURE'S CHOICE
Registration Number:	0104566	NORTHLAND
Registration Number:	0228511	PARKVIEW
Registration Number:	1084187	PREVAIL
Registration Number:	0652544	QUICK TURF
Registration Number:	1044371	THRIFTY
Registration Number:	2141007	NK LAWN & GARDEN

TRADEMARK

Registration Number:	2702266	WEATHERBEATER
Registration Number:	2530655	GARDENER'S DELIGHT
Registration Number:	3641538	AMERICAN SEED

CORRESPONDENCE DATA

Fax Number: 7045032622

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: 704 503 2600

Email: trademarks@kslaw.com,jbuchner@kslaw.com,cmhudson@kslaw.com,vbantug@kslaw.com

Correspondent Name: King & Spalding LLP, Jennifer L. Buchner

Address Line 1: 100 N Tryon Street

Address Line 4: Charlotte, NORTH CAROLINA 28202

ATTORNEY DOCKET NUMBER:	18588.015025 PLANTATIONPR
NAME OF SUBMITTER:	Vicky R. Bantug, Paralegal
Signature:	/Vicky R. Bantug/
Date:	06/14/2012

Total Attachments: 5

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NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office
Ladies and Gentlemen:

Please be advised that (a) pursuant to the Security Agreement dated as of May 18, 2012 (as amended, modified, extended, restated, replaced, or supplemented from time to time, the "Security Agreement"), by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and RBS Citizens, N.A., as Administrative Agent (the "Administrative Agent") for the secured parties referenced therein (the "Secured Parties"), the undersigned Obligor has granted a continuing security interest in and continuing lien upon [the trademarks, trademark licenses and trademark applications] shown on Schedule 1 attached hereto (the "Trademarks") to the Administrative Agent for the ratable benefit of the Secured Parties and (b) the undersigned hereby grants to the Administrative Agent, for the ratable benefit of the Secured Parties, a continuing security interest in, and a right to set off against, any and all right, title and interest of such Obligor in and to the Trademarks.

The Obligors and the Administrative Agent, on behalf of the Secured Parties, hereby acknowledge and agree that the security interest in the Trademarks (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any Trademark.

(Plantation)

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NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS
PLANTATION PRODUCTS, LLC

Very truly yours,

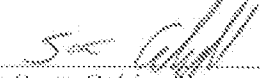
PLANTATION PRODUCTS, LLC,
a Delaware limited liability company

By: 
Name: Michael Kubel
Title: Vice-President

NOTICE OF SECURITY INTEREST IN TRADEMARKS
PLANTATION PRODUCTS, LLC

Acknowledged and Accepted:

RBS CITIZENS, N.A.,
as Administrative Agent

By: 
Name: Saun Caldwell
Title: Vice-President

Schedule 1

III. The following trademarks are owned by the Company.

<u>U.S. REGISTRATIONS</u>	<u>Registration Number</u>	<u>Registration Date</u>	<u>Status</u>
<u>1. Plantation Products</u>	<u>2,495,246</u>	<u>10/9/2001</u>	<u>Registered. Renewal Due 10/9/2011</u>
<u>2. 49'ER</u>	<u>709,169</u>	<u>1/3/1961</u>	<u>Renewal due 1/3/2011</u>
<u>3. Fast & Fine</u>	<u>983,593</u>	<u>5/14/1974</u>	<u>Renew by 5/14/2014</u>
<u>4. Fredonia</u>	<u>1,497,960</u>	<u>7/26/1988</u>	<u>Renewed. Next Renewal due 7/26/2018</u>
<u>5. Homelawn</u>	<u>191,520</u>	<u>11/11/1924</u>	<u>Renewal due 11/11/2014</u>
<u>6. Kidseeds</u>	<u>1,679,049</u>	<u>3/10/1992</u>	<u>Renewal due 3/10/2012</u>
<u>7. Masterpiece gardens</u>	<u>1,683,136</u>	<u>4/14/1992</u>	<u>Renewal due 4/14/2012</u>
<u>8. Nature's Choice</u>	<u>1,666,340</u>	<u>12/3/1991</u>	<u>Renewal due 12/3/2011</u>
<u>9. Northland</u>	<u>104,566</u>	<u>6/1/1915</u>	<u>Renewal due 6/1/2015</u>
<u>10. Parkview</u>	<u>228,511</u>	<u>6/7/1927</u>	<u>Renewal due 6/7/2017</u>
<u>11. Prevail</u>	<u>1,084,187</u>	<u>1/31/1978</u>	<u>Renewal due 1/31/2018</u>
<u>12. Quick Turf & Design</u>	<u>652,544</u>	<u>10/8/1957</u>	<u>Renewal due 10/8/2017</u>
<u>13. Thrifty</u>	<u>1,044,371</u>	<u>7/20/1976</u>	<u>Renewal due 7/20/2016</u>
<u>14. NK Lawn & Garden</u> <u>(Logo Only)</u>	<u>2,141,007</u>	<u>3/3/1998</u>	<u>Renewal due 3/3/2018</u>
<u>15. Weatherbeater</u>	<u>2,702,266</u>	<u>4/1/2003</u>	<u>Sec. 8 and 15. filed and accepted</u> <u>Renew by 14/1/2013.</u>
<u>16. Gardener's Delight</u>	<u>2,530,655</u>	<u>1/15/2002</u>	<u>Registration. Renewal due 1/15/20</u>
<u>17. American Seed</u>	<u>3,641,538</u>	<u>6/23/2009</u>	<u>Registered. Sec 8 & 15 due 6/23/20</u>

Non-Registered Trademarks and Trade Names

1. NK Lawn & Garden CO.
2. All Blue Blend
3. Cumberland
4. Dense Shade

{HTW00004537; 10}

5. Estate
6. Green Thumb Club
7. Lawn and Garden Magazine
8. Prevail III
9. Salt Survivor
10. Transplants
11. Shady Place
12. Speedy Place
13. Speedy Green
14. Sunny
15. Excel

Kidseed Variety Names

1. Jack Be Daisy
2. Tomato Babies
3. Lotta Tomata
4. Luke the Cuke
5. Rufus Radish
6. Birdhouse Gourd
7. Daisy Loves Me
8. Spooky Spumpkin
9. Slugger Squash
10. Cosmic Cosmos
11. Co. Pop D. Corn
12. Tie Toe 4 O'Clock
13. Lucky Bean
14. Dahlia Dahling
15. Smilin Sam Squash
16. Ticklish Tim
17. Black Magic Bean
18. Harry Carrot
19. Maxi Marigold
20. Bachelor Bob
21. Pea Pop Sh'Bop
22. Lollipop Zinnia
23. Meanie Zucchini
24. Great Zappin' Zinnias