No. 7100087

THE UNITED STATES OF AMERICA

TO ALL TO WHOM THESE PRESENTS SHALL COME:

W. Atlee Burpee Company

Whereas, THERE HAS BEEN PRESENTED TO THE

Secretary of Agriculture

AN APPLICATION REQUESTING A CERTIFICATE OF PROTECTION FOR AN ALLEGED NOVEL VARIETY OF SEXUALLY REPRODUCED PLANT, THE NAME AND DESCRIPTION OF WHICH ARE CONTAINED IN THE APPLICATION AND EXHIBITS, A COPY OF WHICH IS HEREUNTO ANNEXED AND MADE A PART HEREOF, AND THE VARIOUS REQUIREMENTS OF LAW IN SUCH CASES MADE AND PROVIDED HAVE BEEN COMPLIED WITH, AND THE TITLE THERETO IS, FROM THE RECORDS OF THE PLANT VARIETY PROTECTION OFFICE, IN THE APPLICANT(S) INDICATED IN THE SAID COPY, AND WHEREAS, UPON DUE EXAMINATION MADE, THE SAID APPLICANT(S) IS (ARE) ADJUDGED TO BE ENTITLED TO A CERTIFICATE OF PLANT VARIETY PROTECTION UNDER THE LAW.

NOW, THEREFORE, THIS CERTIFICATE OF PLANT VARIETY PROTECTION IS TO GRANT UNTO THE SAID APPLICANT(S) AND THE SUCCESSORS, HEIRS OR ASSIGNS OF THE SAID APPLICANT(S) FOR THE TERM OF seventeen YEARS FROM THE DATE OF THIS GRANT, SUBJECT TO THE PAYMENT OF THE REQUIRED FEES AND PERIODIC REPLENISHMENT OF VIABLE BASIC SEED OF THE VARIETY IN A PUBLIC REPOSITORY AS PROVIDED BY LAW, THE RIGHT TO EXCLUDE OTHERS FROM SELLING THE VARIETY, OR OFFERING IT FOR SALE, OR REPRODUCING IT, OR IMPORTING IT, OR EXPORTING IT, OR USING IT IN PRODUCING A HYBRID OR DIFFERENT VARIETY THEREFROM, TO THE EXTENT PROVIDED BY THE PLANT VARIETY PROTECTION ACT (84 STAT. 1542, AS AMENDED, 7 U.S.C. 2321 ET SEQ.)

SWEETPEA

'Tangerine'

VARIETY PROTECTION OFFICE · U.S. DEPARTMENT OF AGRICULTURE

In Testimony Whereof, I have hereunto set my hand and caused the seal of the Plant Variety Protection Office *to be affixed at the City of* Washington *this* fifth *day of* March *in the year of our Lord one thousand nine hundred and* seventy-six

Attest:

Commissioner
Plant Variety Protection Office
Grain Division
Agricultural Marketing Service

Secretary of Agriculture

FORM GR-470
(12-15-72)

UNITED STATES DEPARTMENT OF AGRICULTURE
AGRICULTURAL MARKETING SERVICE
GRAIN DIVISION
HYATTSVILLE, MARYLAND 20782

FORM APPROVED
OMB NO. 40-R3712

APPLICATION FOR PLANT VARIETY PROTECTION CERTIFICATE

INSTRUCTIONS: *See Reverse.*

1. VARIETY NAME ~~XXXXXXXXXX~~ ~~XXXXXXXX~~ Tangerine	2. KIND NAME Sweet Pea Galaxy	FOR OFFICIAL USE ONLY PV NUMBER 7187
3. GENUS AND SPECIES NAME Lathyrus odoratus	4. FAMILY NAME *(Botanical)* Leguminosae 5. DATE OF DETERMINATION 1968	FILING DATE 4/a 2/71 TIME 1 0 A.M. P.M. FEE RECEIVED $ 250 BALANCE DUE — $ 250 — $ 250
6. NAME OF APPLICANT(S) W. Atlee Burpee Co.	7. ADDRESS *(Street and No. or R.F.D. No., City, State, and ZIP Code)* 300 Park Avenue Warminster, Pa. 18974	8. TELEPHONE AREA CODE AND NUMBER 215-674-4900
9. IF THE NAMED APPLICANT IS NOT A PERSON, FORM OF ORGANIZATION: *(Corporation, partnership, association, etc.)* Corporation	10. STATE OF INCORPORATION Pennsylvania	11. DATE OF INCORPORATION 1915

12. Name and mailing address of applicant representative(s), if any, to serve in this application and receive all papers:

Jerome H. Kantor (at above address)

13. CHECK BOX BELOW FOR EACH ATTACHMENT SUBMITTED:

[X] 13A. **Exhibit A, Origin and Breeding History of the Variety (See** *Section 52 of the Plant Variety Protection Act.)*

[X] 13B. **Exhibit B, Botanical Description of the Variety**

[X] 13C. **Exhibit C, Objective Description of the Variety**

[X] 13D. **Exhibit D, Data Indicative of Novelty**

[X] 13E. **Exhibit E, Statement of the Basis of Applicant's Ownership**

14A. Does the applicant(s) specify that seed of this variety be sold by variety name only as a class of certified seed? (See *Section 83(a). (If "Yes," answer 14B and 14C below.).* [ ] YES [X] NO

14B. Does the applicant(s) specify that this variety be limited as to number of generations? [ ] YES [ ]

14c. If "Yes," to 14B, how many generations of production beyond breeder seed? NO [ ] FOUNDATION [ ] REGISTERED [ ] CERTIFIED

The applicant declares that a viable sample of basic seed of this variety will be deposited upon request before issuance of a certificate and will be replenished periodically in accordance with such regulations as may be applicable.

The undersigned applicant(s) of this sexually-reproduced novel plant variety believes that **the** *variety is distinct, uniform, and stable as required in Section 41* **and** *is entitled to* **protection** *under the provisions of Section 42 of the Plant Variety Protection Act.*

Applicant is informed that false representation herein can jeopardize protection and result in penalties.

January 27, 1975
(DATE)
(original application dated 3/31/71)

Jerome H Kantor
(SIGNATURE OF APPLICANT)

(DATE)

(SIGNATURE OF APPLICANT)

RECEIVED
JAN 30 1975
U.S. DEPARTMENT OF AGRICULTURE
AMS, GRAIN DIV.
PVPO

INSTRUCTIONS

GENERAL: Send an original copy of the application, exhibits and $250.00 fee to U.S. Dept. of Agriculture, Agricultural Marketing Service, Grain Division, 6525 Belcrest Road, Hyattsville, Maryland 20782. (See Section 180.175 of the regulations and rules of practice.) Retain one copy for your files. All items on the face of the form are self-explanatory unless noted below.

ITEM

5 Insert the date the applicant determined that he had a new variety based on the definition in Section 41 (a) of the Act and decision is made to increase the seed.

13a First, give the genealogy, including public and commercial varieties, lines, or clones used, and the breeding method. Second, give the details of subsequent stages of selection and multiplication. Third, indicate the type and frequency of variants during reproduction and multiplication and state how these variants may be identified. Fourth, provide evidence on stability.

13b First, give any special characteristics of the seed and of the plant as it passes through the seedling stage, flowering stage and the fruiting stage. Second, describe the mature plant and compare it with a similar commercial variety grown under the same conditions, and indicate the differences.

13c A supplemental form will be furnished by the PVPO to describe in detail a variety for each kind of seed.

13d Provide complete data indicative of novelty. Seed and plant specimens or photographs of seed and plant comparisons clearly indicating novelty may be submitted. Seeds submitted may be sterile.

13e Indicate whether applicant is the actual breeder, the employer of the breeder, the owner through purchase or inheritance, etc.

SWEET PEA GALAXY

TANGERINE

12A. Exhibit A:

Selected out of a cross made in 1965 between Galaxy Salmon-cerise (not catalogued) and Galaxy Ruffled Rose (not cataloged). Improved by single plant selection since then.

See exhibit D for statement of stability and uniformity.

7100087

SWEET PEA GALAXY

TANGERINE

12B. Exhibit B:

Annual. No special characteristics of seed, seedling or fruiting stage (that is, seed pod), just typical of Lathyrus odoratus.

Leaflets oblong generally ending in a tendril, stipules lanceolate, stems rough hairy and winged. Flowers racemose on long axillary peduncles, calyx 5-parted. Flowers large, standards obovate, wings obovate, keel incurved obtuse and shorter than wings. Distinct multi-flowered raceemost similar to the Royals but later flowering and flowers generally more frilled. Flower color rich orange-red, opening a little more cerise. Climbing habit, average height 6 feet.

FORM APPROVED. OMB NO. 40-R3712

FORM GR-470-25
(11-15-73)

UNITED STATES DEPARTMENT OF AGRICULTURE
AGRICULTURAL MARKETING SERVICE
GRAIN DIVISION
HYATTSVILLE, MARYLAND 20782

EXHIBIT C
(Sweetpea)

OBJECTIVE DESCRIPTION OF VARIETY

SWEETPEA (*LATHYRUS SPP.*)

NAME OF APPLICANT(S)
W. Atlee Burpee Co.

ADDRESS (*Street and No. or R.F.D. No., City, State, and ZIP Code*)
300 Park Avenue
Warminster, Pa. 18974

FOR OFFICIAL USE ONLY
PVPO NUMBER 7187
VARIETY NAME ~~OR TEMPORARY DESIGNATION~~ Galaxy - Tangerine

Place the appropriate number that describes the varietal character of this variety in the boxes below. Where two blank boxes are to be completed, place a zero in first box when number is 9 or less, i.e. [0][9].

1. SPECIES:

[1] 1 = ANNUAL (Odoratus) 2 = PERENNIAL (Latifolius)

2. TYPE

[3] 1 = DWARF OR BUSH < 35 CM. 2 = SEMITALL 35 - 75 CM. 3 = TALL CLIMBING > 75 CM.

3. PLANT

[1][5][0] CM. TALL (or more)

[-][-] CM. WIDE, IF BUSH

Stem:

[1][4] MM. WIDTH BETWEEN WING EDGES AT FIRST AUXILIARY PEDUNCLE

[2][4] NO. OF INTERNODES ON MAIN STEM (or more)

Leaflet:

[3] 1 = LANCEOLATE 2 = ELLIPTIC 3 = OVATE

[9][5] MM. LONG

[9][0] MM. WIDE

[2] Margin: 1 = UNDULATE 2 = FLAT

[1] Margin: 1 = ENTIRE 2 = SERRATE 3 = INCISED 4 = LOBED

Stipule:

[1] 1 = < 1/3 LEAF LENGTH 2 = > 1/3 LEAF LENGTH

[2] 1 = NOT BRACT-LIKE 2 = BRACT-LIKE

Tendril:

[3] 1 = ABSENT 2 = NOT CLINGING 3 = CLINGING

[1] 1 = GREEN 2 = OTHER COLOR (Specify)

4. FLOWER:

[3] Class: 1 = EARLY WINTER FLOWERING 2 = SPRING (Cuthbertson) 3 = SUMMER

[2] Type: 1 = SINGLE 2 = OCCASIONALLY DOUBLE 3 = UNIFORMLY DOUBLE

14 [~~1~~][~~4~~][~~7~~] NO. DAYS FROM EMERGENCE TO ANTHESIS (Field grown)

Penduncle:

[2][0] CM. LENGTH (to first flower)

[0][1] NO. PER LEAF AXIL

[0][6] (or more) NO. OF FLOWERS PER PANICLE

[2] 1 = STRAIGHT 2 = SLIGHTLY CURVED 3 = GOOSENECK

Standard:

[1] 1 = OPEN 2 = HOODED 3 = SNAPDRAGON

[2] 1 = FLAT 2 = WAVED 3 = CORRUGATED

[5][2] MM. WIDE (not flattened out)

[3][6] MM. LONG

Apex:

[2] 1 = ACUTE 2 = OBTUSE

Apex:

[1] 1 = ENTIRE 2 = DEEP CLEFT 3 = NOTCHED

Sides:

[1] 1 = ENTIRE 2 = SERRATE 3 = CRENATE

Sides:

[2] 1 = NARROW 2 = BROAD

7100087

FORM GR-470-25 (Reverse)

Wing:

[2] 1 = NARROWER THAN STANDARD 2 = EQUAL TO STANDARD 3 = WIDER THAN STANDARD

[3] 1 = CLOSED (Conceals keel) 2 = PARTLY OPEN 3 = BROADLY SPREADING

[1] 1 = UPRIGHT 2 = DROOPING

[2] 1 = FLAT 2 = WAVED

Keel:

[2] 1 = SMALL, TIGHTLY CLAMPED, CURVED 2 = LARGE, BAGGY, LESS CURVED

Fragrance:

[1] 1 = NONE 2 = FAINT 3 = STRONG

Color (Choose from colors listed below):

[1 7] MONOCOLOR

Patterns for bicolor or multicolor:

	GROUND-COLOR	STRIPE	FLAKE	VEIN	PICOTEE
Standard [1 7]					
Wing [1 7]					
Keel [1 7]					

01 = WHITE
06 = BRIGHT RED
11 = DARK YELLOW
16 = GREENISH BLUE
02 = LIGHT PINK
07 = DARK RED
12 = LIGHT BROWN
17 = OTHER (Specify) Standard and Wing nearest Red 44A in RHS Color Chart 1966. Keel cream with reddish rose flush.
03 = BRIGHT PINK
08 = ORANGE
13 = LIGHT BLUE
04 = DARK PINK
09 = LEMON
14 = MID-BLUE
05 = SALMON
10 = BRIGHT YELLOW
15 = DARK BLUE

5. POD (Mature):

[8 0] MM. LONG

[1 4] MM. WIDE

[2] 1 = FLAT 2 = OVAL 3 = ROUND

[2] 1 = GLABROUS 2 = PUBESCENT 3 = HIRSUTE

[3] No. of Seeds: 1 = LESS THAN 6 2 = 6 - 8 3 = MORE THAN 8

6. SEED (Dry):

[5] 1 = WHITE 2 = CREAM 3 = BLACK 4 = DK. GRAY 5 = BROWN 6 = MOTTLED 7 = OTHER (Specify)_____

[1] 1 = ROUND 2 = DIMPLED 3 = WRINKLED

[8. 8] GRAMS PER 100 SEEDS (8.8)

7. RESISTANCE TO DISEASE (0 = Untested; 1 = Susceptible; 2 = Resistant)

[0]	ANTHRACNOSE	[0]	MILDEW	[0]	SPOTTED WILT
[0]	CURLY TOP	[0]	MOSAIC	[0]	STREAK
[0]	FASCIATION (Bacterial)	[0]	ROOT ROT	[0]	OTHER (Specify)

8. RESISTANCE - OTHER (0 = Untested; 1 = Susceptible; 2 = Resistant)

[0] INSECTS (Speicfy)_____

[1] HEAT

9. INDICATE A VARIETY THAT MOST NEARLY RESEMBLES THAT SUBMITTED

CHARACTER	VARIETY	CHARACTER	VARIETY
Plant habit	Galaxy Scarlet Glow	Flower size	Galaxy Scarlet Glow
Flower type	Galaxy Scarlet Glow	Flower color	Late Spencer Mollie
Flowers per stem	Galaxy Scarlet Glow	Seed color	Early Multiflora Gigantea

June

REFERENCES:

Bailey, L.H., 1949. Manual of Cultivated Plants, Macmillan.
Genders, Roy, 1957. Sweet Peas. John Gifford, Ltd., London.
Uniwin, C.W.J., 1952. Sweet Peas, 3 ed., Heffer and Sons Ltd., Cambridge
USDA Yearbook of Agriculture, 1937. Separate on Improvement of Flowers by Breeding (Including references)

ADDITIONAL DESCRIPTION OR COMMENTS:

7100087

W. Atlee Burpee Co.

SWEET PEA GALAXY TANGERINE

13D. Exhibit D:

Came completely true in Burpee's California trials 1968, 1969, 1970, 1971, 1972 and 1973.

The Galaxy class is summer-flowering, was bred by Burpee and is quite distinct. In vigor Galaxy approximately matches the spring-flowering Royal class, but Galaxy is later-flowering and the flowers are much more ruffled. Galaxy is much more vigorous, larger-flowered and longer stemmed than the Late Spencer class it supercedes in all important characteristics except flower placement - flower placement being important only to the specialized exhibitor in flower show classes. Flowering period approximately coincides with that of the Late Spencers. When well grown, Galaxy regularly produces many more than 5 flowers on each stem, compared with 3 or 4 flowers on Late Spencers, and the stems are much longer, thicker and stronger than the stems of the Late Spencer class. Like the Late Spencer class, Galaxy is climbing and self clinging. Being vigorous and prolific,Galaxy is ideal for garden decoration and as a cut flower.

Tangerine matches the other Galaxy varieties in all important characteristics except that the flowers are slightly less ruffled than average. Flower color is a rich orange-red, opening a little more cerise, and is quite distinct from any other Galaxy variety. Flower color resembles Late Spencer Mollie. On the RHS Color Chart 1966 the standard and wing are nearest to Red Group 44A. The keel is cream with a reddish rose flush.

7100087

W. Atlee Burpee Co.

STATEMENT OF APPLICANT

Sweet Pea Galaxy Tangerine

13E. Exhibit E:

The W. Atlee Burpee Co. believes that it is the original and first breeder of the attached described variety, Sweet Pea Galaxy Tangerine, for which it solicits a certificate; that it has sexually reproduced the variety; that it does not know and does not believe that the same was ever a public variety before the W. Atlee Burpee Co.'s development thereof; the W. Atlee Burpee Co. is the sole breeder of this novel variety; this variety has not been in public use or on sale in the United States more than 1 year prior to the filing date of this application, or described in any printed publication in any country before W. Atlee Burpee Co.'s development for more than 1 year prior to this application; and the variety has not been granted rights in any foreign country prior to the date of this application, or an application filed by W. Atlee Burpee Co., or its legal representatives, or assigns, more than 12 months prior to W. Atlee Burpee Co.'s application in the United States.

Jerome H. Kantor

Jerome H. Kantor
Assistant to the President
W. Atlee Burpee Co.

EXECUTION COPY

GRANT OF SECURITY INTEREST

(PLANT VARIETY CERTIFICATES)

WHEREAS, W. ATLEE BURPEE COMPANY, a Pennsylvania corporation (herein referred to as "Grantor"), has been issued the Plant Variety Certificates listed on Schedule 1 annexed hereto;

WHEREAS, Grantor is a wholly owned Subsidiary of CDS Holding Corp.;

WHEREAS, Grantor has agreed to grant a first priority security interest in substantially all the assets of Grantor to secure the payment of all amounts owing under the Revolving Credit Agreement, dated as of December 30, 1986 (as amended, supplemented or modified from time to time, the "Credit Agreement"), among CDS Holding Corp., the O.M. Scott & Sons Company and Manufacturers Hanover Trust Company (the "Bank" and "Grantee"); and

WHEREAS, pursuant to the terms of a Subsidiary Security Agreement dated as of December 30, 1986 (the "Subsidiary Security Agreement") made by Grantor in favor of Grantee, its successors transferees and assigns Grantor has mortgaged, pledged and granted to Grantee a security interest in all right, title and interest of Grantor in, to and under all Certificates of Plant Variety Protection now or hereafter issued to the Grantee by the Plant Variety Protection Office of the United States Department of Agriculture (or any successor agency thereto) (all such Certificates being herein collectively referred to as "Plant Variety Certificates"), together with any reissues, extensions or renewals thereof whether presently existing or hereafter arising or acquired in connection with the tangible and intangible assets of the Grantor's business, including the goodwill of the business symbolized by the Plant Variety Certificates issued to and the applications therefor and the registrations thereof, and all products and proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement or dilution thereof or injury to the associated goodwill, to secure the payment of all amounts owing under the Credit Agreement and any and all other amounts from time to time directly owing by the Grantor to the Bank;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Grantor does hereby mortgage, pledge and grant to Grantee, its successors, indorses, transfees and assigns, a security interest in all of Grantor's right, title and interest in, to and under the following whether presently existing or hereafter arising or acquired:

(i) each Plant Variety Certificate and Plant Variety Certificate application, including, without limitation, each Plant Variety Certificate and Plant Variety Certificate application referred to in Schedule 1 hereto, and all of the goodwill of the business connected with the use of, and symbolized by, each Plant Variety Certificate and Plant Variety Certificate application;

(v) all products and proceeds of the foregoing, including, without limitation, any claim by Grantor against third parties for past, present or future infringement or dilution of any Plant Variety Certificate registration including, without limitation, any registration referred to in Schedule 1, or for injury to the goodwill associated with any Plant Variety Certificate or Plant Variety Certificate application.

This security interest is granted in conjunction with the security interest granted to the Grantee, its successors, indorses, transfees and assigns, in substantially all of the assets of the Grantor, as set forth in the Security Agreement, of which this Agreement is a part.

Grantor does hereby further acknowledge and affirm that the rights and remedies of Grantee with respect to the security interest in the Plant Variety Certificates, Plant Variety Certificates applications, made and granted hereby are more fully set forth in the Security Agreement, the

terms and provisions of which are incorporated by reference herein as if fully set forth herein. Terms defined in the Security Agreement shall have their defined meanings when used in this Grant of Security Interest.

IN WITNESS WHEREOF, Grantor has caused this Grant of Security Interest to be duly executed by its officers thereunto duly authorized as of the 30th day of December, 1986.

W. ATLEE BURPEE COMPANY

By: W. N. Engelhart

Title: President

RECEIVED
USDA AMS
JAN 30 1987
Plant Variety
Protection Ofc.

STATE OF NEW YORK)
) ss.:
COUNTY OF NEW YORK)

On the 30th day December, 1986, before me personally came William N. Englehart, to me personally known and known to me to be the person described in and who executed the foregoing instrument as President of W. Atlee Burpee Company, who being by me duly sworn, did depose and say that he resides at 5572 Long Lane, Doylestown, PA; that he is President of W. Atlee Burpee Company, the corporation described in and which executed the foregoing instrument; that he knows the seal of said corporation; that the seal affixed to said instrument is such corporate seal; that the said instrument was signed and sealed on behalf of said corporation by order of its Board of Directors; that he signed his name thereto by like order; and that he acknowledged said instrument to be the free act and deed of said corporation.

Loretta D. Brenner
Notary Public

LORETTA D. BRENNER
Notary Public, State of New York
No. 60-4794803
Qualified in Westchester County
Certificate filed in New York County
Commission Expires March 30, 1987

[Seal]

My commission expires:

3/30/87

RECEIVED
U.S. AMS
JAN 30 1987
Ofc

OWNER: W. ATLEE BURPEE COMPANY

PLANT VARIETY PROTECTION CERTIFICATES

CERTIFICATE NO.	TITLE AND SUBTITLE	ISSUE DATE	EXPIRATIO
7100001	LETTUCE 'Green Ice'	4/25/73	1990
7100002	CHINA ASTER 'Totem Pole White'	3/28/74	1991
7100003	CHINA ASTER 'Totem Pole Rose-Pink'	3/28/74	1991
7100004	CHINA ASTER 'Totem Pole Scarlet-Cerise'	3/28/74	1991
7100005	CHINA ASTER 'Totem Pole Azure Blue'	3/28/74	1991
7100006	CHINA ASTER 'Totem Pole Dark Blue'	3/28/74	1991
7100009	VERBENA 'Ruffled White'	4/8/75	1992
7100010	MARIGOLD 'Redcoat'	12/12/75	1992
7100053	CHINA ASTER 'Ideal Dark Blue'	3/14/75	1991
7100054	CHINA ASTER 'Ideal Rose'	3/14/74	1991
7100059	ZINNIA 'Emperor'	12/12/75	1992
7100077	CHINA ASTER 'Burpeeana Extra Early Rose'	3/28/74	1991
7100078	CHINA ASTER 'Burpeeana Extra Early Scarlet Morn'	3/28/74	1991
7100079	CALENDULA 'Golden Gem'	6/27/75	1992
7100081	MARIGOLD 'Golden Fantastic'	5/14/76	1993
7100085	SWEETPEA 'Salmonette'	12/12/75	1992
7100086	SWEETPEA 'Lavender Delight'	12/12/75	1992

OWNER: W. ATLEE BURPEE COMPANY

CERTIFICATE NO.	TITLE AND SUBTITLE	ISSUE DATE	EXPIRATION
7100087	SWEETPEA 'Tangerine'	3/5/76	1993
7100088	VERBENA 'Ruffled Pink'	4/8/75	1992
7200054	SQUASH 'Burpee Golden Zucchini'	2/15/75	1994
7200108	SNAPDRAGON 'Bright Scarlet'	11/24/75	1992
7400030	CALIFORNIA POPPY 'Ballerina Yellow'	4/18/75	1992
7400032	CALENDULA 'Orange Gem'	6/27/75	1992
7400033	ZINNIA 'Ruffled Jumbo Scarlet'	12/12/75	1992
7400034	MARIGOLD 'Big Almost White'	11/15/74	1991
7400040	BEAN 'Greensleeves'	6/18/76	1993
7500024	MARIGOLD 'Golden Hawaii'	3/5/76	1993
7500025	CHINA ASTER 'Red Mound'	6/27/75	1992
7600011	MARIGOLD 'Red Pygmy'	2/15/77	1994
7600071	PUMPKIN 'Triple Treat'	5/9/77	1994
7600072	WATERMELON 'Sugarbush'	7/26/77	1994
7800005	ZINNIA 'Rose Starlet'	2/2/78	1995
7800009	LETTUCE 'Royal Oak Leaf'	2/2/78	1995
7900060	MARGOLD 'Happy Red'	5/1/80	1997
8200017	MARIGOLD 'Xantho-Orange'	6/17/82	1999

OWNER: W. ATLEE BURPEE COMPANY

CERTIFICATE NO.	TITLE AND SUBTITLE	ISSUE DATE	EXPIRATION
8200028	TOMATO 'Super Beefsteak'	8/19/82	1999
8200129	ASTER 'Pot 'n Patio Blue'	12/30/83	2000
8400138	PUMPKIN 'Bushkin'	8/30/85	2002
8500128	PEA 'Snappy'	10/31/85	2002
8600040	ZINNIA 'Pinwheel Rose'	8/31/86	2003

Applications

APPLICATION NO.	TITLE AND SUBTITLE	APPLICATION DATE
8400139	Watermellon 'Sweet Treat'	12/16/86
8600139	Basil 'Purple Ruffles'	7/7/86
8600149	Cucumber 'Picklebush'	7/9/86
8600158	Zinnia 'Red Lollipop'	9/3/86

SECURITY AGREEMENT

SECURITY AGREEMENT, dated as of November 23, 1987, made by W. Atlee Burpee Company, a Pennsylvania corporation (the "Debtor") in favor of Bankers Trust Company, a New York banking corporation (the "Secured Party"). Unless otherwise defined herein or in Article XI hereof, all capitalized terms used herein and defined in the Credit Agreement are used herein as therein defined.

W I T N E S S E T H:

WHEREAS, the Secured Party and the Debtor have entered into the Credit Agreement;

WHEREAS, pursuant to the Credit Agreement, the Secured Party has agreed to provide the Debtor, in accordance with the terms and conditions set forth therein, with a working capital line not exceeding the Commitment;

WHEREAS, it is a condition precedent to the incurrence of Advances under the Credit Agreement that the Debtor execute and deliver to the Secured Party this Security Agreement; and

WHEREAS, the Debtor desires to execute this Security Agreement to satisfy the condition described in the preceding paragraph;

NOW, THEREFORE, in consideration of the premises and other benefits to the Debtor, the receipt and sufficiency of which are hereby acknowledged, the Debtor hereby makes the following representations and warranties and hereby covenants and agrees as follows:

Plant Variety Protection Certificates

CERTIFICATE NO.	TITLE AND SUBTITLE	ISSUE DATE	EXPIRATION
7100001	LETTUCE 'Green Ice'	4/10/73	1990
7100002	CHINA ASTER 'Totem Pole White'	3/28/74	1991
7100003	CHINA ASTER 'Totem Pole Rose-Pink'	3/28/74	1991
7100004	CHINA ASTER 'Totem Pole Scarlet-Cerise'	3/28/74	1991
7100005	CHINA ASTER 'Totem Pole Azure Blue'	3/28/74	1991
7100006	CHINA ASTER 'Totem Pole Dark Blue'	3/23/74	1991
7100009	VERBENA 'Ruffled White'	4/8/73	1992
7100010	MARIGOLD 'Redcoat'	12/12/73	1992
7100053	CHINA ASTER 'Ideal Dark Blue'	3/14/74	1991
7100054	CHINA ASTER 'Ideal Rose'	3/14/74	1991
7100059	ZINNIA 'Emperor'	12/12/75	1992
7100077	CHINA ASTER 'Burpeeana Extra Early Rose'	3/28/74	1991
7100078	CHINA ASTER 'Burpeeana Early Early Scarlet Morn'	3/28/74	1991

CERTIFICATE NO.	TITLE AND SUBTITLE	ISSUE DATE	EXPIRATION
7100079	CALENDULA 'Golden Gem'	6/27/75	1992
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7100085	SWEETPEA 'Salmonette'	12/12/75	1992
7100086	SWEETPEA 'Lavender Delight'	12/12/75	1992
7100087	SWEETPEA 'Tangerine'	3/5/76	1993
7100088	VERBENA 'Ruffled Pink'	4/8/75	1992
7200054	SQUASH 'Burpee Golden Zucchini'	2/15/77	1994
7200108	SNAPDRAGON 'Bright Scarlet'	11/24/75	1992
7400030	CALIFORNIA POPPY 'Ballerina Yellow'	4/18/75	1992
7400032	CALENDULA 'Orange Gem'	6/27/75	1991
7400033	ZINNIA 'Ruffled Jumbo Scarlet'	12/12/75	1991
7400034	MARIGOLD 'Big Almost White'	11/15/74	1991
7400040	BEAN 'Greensleeves'	6/18/76	1993
7500024	MARIGOLD 'Golden Hawaii'	3/5/76	1993
7500025	CHINA ASTER 'Red Mound'	6/27/75	1992

CERTIFICATE NO.	TITLE AND SUBTITLE	ISSUE DATE	EXPIRATION
7600011	MARIGOLD 'Red Pygmy'	2/15/77	1994
7600071	PUMPKIN 'Triple Treat'	5/9/77	1994
7600072	WATERMELON 'Sugarbush'	7/26/77	1994
7800005	ZINNIA 'Rose Starlet'	2/2/78	1995
7800009	LETTUCE 'Royal Oak Leaf'	2/2/78	1995
7900060	MARIGOLD 'Happy Red'	5/1/80	1997
8200017	MARIGOLD 'Xantho-Orange'	6/17/82	1999
8200028	TOMATO 'Super Beefsteak'	8/19/82	1999
8200129	ASTER 'Pot 'n Patio Blue'	12/30/83	2000
8400138	PUMPKIN 'Bushkin'	8/30/85	2002
8500128	PEA 'Snappy'	10/31/85	2002
8600040	ZINNIA 'Red Lollipop'	8/31/86	2003

Plant Variety Protection Certificates Applications

APPLICATION NO.	TITLE AND SUBTITLE	APPLICATION DATE
8400139	Watermellon 'Sweet Treat'	12/16/86
8600139	Basil 'Purple Ruffles'	7/7/86
8600149	Cucumber 'Picklebush'	7/9/86
8600158	Zinnia 'Pinwheel Rose'	9/8/86