No. 7400032

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.)

CALENDULA

'Orange Gem'

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* 27th *day of* June *in the year of our Lord one thousand nine hundred and* seventy-five

Attest:

Commissioner
Plant Variety Protection Office
Grain Division
Agricultural Marketing Service

Earl L. Butz

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 ~~XXXX

U. S. DEPARTMENT
AMS, GRAIN DIV.
PVPO
DEC 13 1972
RECEIVED

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.

CALENDULA ORANGE GEM

13A. Exhibit A:

Selected out of a cross made in 1960 between Pacific Beauty Persimmon Beauty, an orange variety, and the dwarf variety Muraji from the Dai Ichi Seed Co. of Japan.

Plants were grown in isolated blocks and rogued to best lines then to best plants within the best lines. Seed from these plants was saved O.P. As lines became true to type the blocks were made larger until enough seed was obtained to produce a block true to desired type. Most frequent variants were plants larger than desired and plants not as free flowering as desired. The original generations contained up to 50% non-dwarf plants, and up to 50% late or poor flowering. This number decreased as they became true breeding. Established as completely true breeding in 1969.

Came completely true in Burpee trials in Pennsylvania 1969 (not trialled 1970), 1971, 1972, 1973 and 1974. Also came completely true in Burpee trials in California in 1969, 1970, 1971, 1972, 1973 and 1974.

CALENDULA ORANGE GEM

13B. Exhibit B:

Annual. No special characteristics of seed, seedling or fruiting stage (that is, seed head), just typical of Calendula officinalis. Leaves mildly oblong obovate alternate single and more or less clasping, entire, thickish, rather hairy. Heads solitary on strong stalks, fully double with large flat spreading rays. Flowers 2-3/4 to 3 inches diameter, mid orange. Height 1 foot. Similar color but noticeably larger-flowered and more double than Muraji.

FORM GR-470-11
(9-1-72)

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

EXHIBIT C
(Calendula)

OBJECTIVE DESCRIPTION OF VARIETY

CALENDULA (*CALENDULA OFFICINALIS*)

INSTRUCTIONS: *See Reverse.*

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 7400032
VARIETY NAME ~~XXXXXXXXXX~~
Orange Gem

Place the appropriate number that describes the varietal character of this variety in the boxes below.
Place a zero in first box (e.g. 0 8 9 or 0 9) when number is either 99 or less or 9 or less.

1. VARIETY ORIGIN:

2 — 1 = SPORT FROM _____ 2 = SELECTION FROM Pacific Beauty Orange x Muraji

2. PLANT:

2 — Height at anthesis: 1 = DWARF (> 20 CM.) 2 = MEDIUM (25 - 40 CM.) 3 = TALL (> 45 CM.)

2 — Stem pubescence: 1 = GLABROUS 2 = SPARSE 3 = DENSE

1 2 — NUMBER OF INTERNODES PER STEM - MEDIAN OF 10 STEMS

3. LEAF (*Mid leaf of stem*):

2 — Shape: 1 = OBLONG 2 = OBLONG-OBOVATE Mildly

2 — Margin: 1 = ENTIRE 2 = DENTICULATE Mildly 3 = OTHER (*Specify*) _____

1 1 — CM. LONG 3 5 — MM. WIDTH

4 — Pubescence: Mild 1 = GLABROUS 2 = DORSAL 3 = VENTRAL 4 = DORSAL & VENTRAL

4. FLOWER HEAD:

3 — Head: 1 = SINGLE 2 = SEMIDOUBLE 3 = DOUBLE

7 3 — MM. MAXIMUM DIAMETER 3 0 — MM. DEPTH (*to peduncle*)

1 — 1 = UNIFORM (*one head per stem*) 2 = TERATOLOGIC (*branching from involucre*)

1 — 1 = MONOCHROME 2 = POLYCHROME (*eye of different color*)

5. RAY (*Nonquilled*):

2 — 1 = INCURVED 2 = FLATTENED Center petals incurved, outer petals point outwards. 3 = RECURVED 4 = OTHER (*Specify*) _____

3 5 — MM. LENGTH 0 6 — MM. WIDTH (*of ray flower*)

5 — Color: 1 = CREAM 2 = LEMON 3 = PERSIMON 4 = LIGHT ORANGE 5 = MID-ORANGE 6 = DEEP ORANGE

6. DISK (*Quilled*):

0 8 — MM LENGTH 1 — Anther: 1 = MONOCHROME 2 = POLYCHROME (*dark tipped*)

5 — Color: 1 = CREAM 2 = LEMON 3 = APRICOT 4 = LIGHT ORANGE 5 = MID-ORANGE 6 = DEEP ORANGE

7. RECOMMENDED USE (*EXAMPLES: Bedding - Apricot Beauty, Golden Beauty, Flame Beauty. Forcing - Dwarf Orange King, Lemon Queen, Masterpiece - extra long stem. Heat Resistance - Pacific Beauty Series.*

4

1,4 — 1 = BEDDING - OUTDOOR GARDEN 2 = GREENHOUSE FORCING - CUT FLOWERS
3 = WARM AREAS - TOLERATED HEAT WITHOUT SINGLING 4 = OTHER (*Specify*) Greenhouse pot plant

CALENDULA ORANGE GEM

13D. Exhibit D:

Unique variety, quite distinct from any other variety. Resembles Golden Gem in plant size, plant habit, plant height(12 inches) and foliage but of course quite distinct in color. Flowers are well doubled, maximum diameter 73 mm. and in general are a fraction smaller than the flowers of Golden Gem, maximum diameter of which is 75 mm. Calendula Orange Gem most closely resembles Muraji, but there are several distinct differences.

Characteristic	Orange Gem	Muraji
Color	Mid-orange	Fraction paler.
Flower size	Maximum 73 mm.	Maximum 60 mm.
Flower type	Double	Semi-double
Height	12 inches	14 inches, many taller than this
Foliage	11 cm. x 35 mm.	9½ cm. x 30 mm. Noticeably narrower than Orange Gem
Habit	Upright,branching	Less upright more spreading than Orange Gem

Exhibit C data on Calendula Muraji, requested in Mr. Snyder's letter dated March 12, 1974, was sent to you on October 8, 1974.

STATEMENT OF APPLICANT

13E. Exhibit E:

The W. Atlee Burpee Co. believes that it is the original and first breeder of the attached described variety, Calendula Orange Gem, 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
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7100005	CHINA ASTER 'Totem Pole Azure Blue'	3/28/74	1991
7100006	CHINA ASTER 'Totem Pole Dark Blue'	3/23/74	1991
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7100059	ZINNIA 'Emperor'	12/12/75	1992
7100077	CHINA ASTER 'Burpeeana Extra Early Rose'	3/28/74	1991
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7100081	MARIGOLD 'Golden Fantastic'	5/14/76	1993
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7100086	SWEETPEA 'Lavender Delight'	12/12/75	1992
7100087	SWEETPEA 'Tangerine'	3/5/76	1993
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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

CALEN

PV No. 74-32

'Orange Gem'

An excess seed sample of this variety was returned to the PVP Office by the National Seed Storage Laboratory. The excess seed was destroyed by PVPO personnel on NOV 14 1994