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To the Honorable Commissioner of F

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attached original documents or copy thereof.

1. Name of conveying party(ies):
DYNA-GRO CORPORATION

- Individual(s)
- General Partnership
- Corporation-State California
- Other
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
David E. Neal and Susan P. Martin,
Name: a married couple

Internal Address: _____

Street Address: 531 Marin Avenue

City: Mill Valley State: CA ZIP: 94941

- Individual(s) citizenship U.S.A.
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designations must be a separate document from assignment)

Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: May 6, 1998

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)
74/538,474
74/571,999
74/729,379

B. Trademark Registration No.(s)
1,923,176 1,966,296
1,924,955 2,015,490
1,924,956 2,024,840

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Harris Zimmerman

Internal Address: _____

Street Address: 1330 Broadway, Suite 710

City: Oakland State: CA ZIP: 94612

6. Total number of applications and registrations involved: 9

7. Total fee (37 CFR 3.41).....\$ 240.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:
26-0265

(Attach duplicate copy of this page if paying by deposit account)

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DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is true copy of the original document.

Harris Zimmerman
Name of Person Signing

Signature

Total number of pages including cover sheet, attachments, and document: 3

06/05/1998 date
01 FC:40P
02 FC:40E

Assignment

WHEREAS, **Dyna-Gro Corporation** a corporation organized and existing under the Laws of the State of California, with its principal business address of 1065 Broadway, San Pablo, California 94806 is the owner of the following trademark registrations and applications for registration:

Registered Trademarks

<u>Trademark</u>	<u>Reg. No.</u>	<u>Date</u>	<u>Class & Goods</u>
FLOWER-PRO	1,923,176	10-03-95	Cl.1: Liquid plant food for flower and orchid production containing nitrates, phosphates, sulfates, iron, and molybdc acid
FOLIAGE-PRO	1,924,955	10-10-95	Cl.1: Liquid plant food containing essential trace minerals including nitrates, phosphates, sulfates, iron, and molybdc acid
PRO-TEKT	1,924,956	10-10-95	Cl.1: Soluble silicon solution for use as a nutritional supplement for plants
THE NUTRITION SOLUTION	1,966,296	04-09-96	Cl.1: Liquid plant foods including silicon, potash, and other chemicals for use in promoting plant growth
THE SILICON SOLUTION	2,015,490	11-12-96	Cl.1: Plant food, namely nutritional silicon supplement containing soluble potash for use in promoting stronger, hardier ornamental and food crops
DYNA-ROK	2,024,840	12-24-96	Cl.1: Soilless growing media for plants

Applications for Registration

<u>Trademark</u>	<u>Serial No.</u>	<u>Date</u>	<u>Class & Goods</u>
ROOT-GEL	74/538,474	06-16-94	Cl.1: Chemical compositions for promoting root formation
DYNA-ROK	74/571,999	09-12-94	Cl.1: Soilless growing media for plants
ALL PRO	74/729,379	09-14-95	Cl.1: Liquid plant foods, including nitrogen, phosphorus, potassium, and other essential minerals for use in promoting plant growth

WHEREAS, the above-identified trademarks, save and except the marks PRO-TEKT, THE NUTRITION SOLUTION, THE SILICON SOLUTION, DYNA-ROK, and ALL PRO, were



licensed to Dyna-Gro Corporation by Walter Runkis, pursuant to a written Agreement dated June 15, 1984, and subsequently inadvertently registered by or applied for registration in the name of Dyna-Gro Corporation, in error; and

WHEREAS, said ROOT-GEL, FLOWER-PRO, and FOLIAGE PRO marks were licensed by Walter Runkis to Dyna-Gro Corporation and were thereafter assigned to David E. Neal and Susan P. Martin pursuant to a written assignment dated January 1, 1995; and

WHEREAS, this instrument is intended to rectify the said error of said registrations or applications for registration of the above trademarks in the name of Dyna-Gro Corporation and to memorialize the rectification of such error; and

WHEREAS, David E. Neal, and Susan P. Martin, a married couple and each a citizen of the United States of America, residing at 531 Marin Avenue, Mill Valley, California 94941, are the true and correct owners of the entire right, title, and interest in and to the said trademarks and the registrations thereon, or the applications for registration thereon;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Dyna-Gro Corporation does hereby assign to the said David E. Neal and Susan P. Martin the entire right, title and interest in and to the said marks, together with the goodwill of the business symbolized by the said marks, and with the registrations or applications for registration thereon, this assignment to be deemed effective as of January 1, 1995.

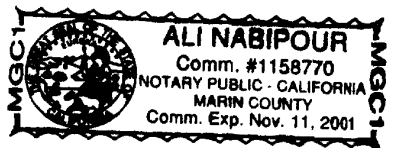
IN WITNESS WHEREOF, Dyna-Gro Corporation has hereunto set its hand this 6th day of May, 1998

DYNA-GRO CORPORATION
By: David E. Neal
David E. Neal
Chief Executive Officer

State of California)
County of Marin) ss.

On this 6 day of May, 1998, before me, personally appeared David E. Neal, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

IN WITNESS WHEREOF, I have hereby set my hand and affixed my official seal, the day and year first above written.



Ali Nabipour
Notary Public in and for said County and State.